

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

OASIS PETROLEUM INC., *et al.*,¹

Reorganized Debtors.

)
) Chapter 11
)
) Case No. 20-34771 (MI)
)
) (Jointly Administered)
)

**SUMMARY COVER SHEET TO THE FIRST
AND FINAL FEE APPLICATION OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP, ATTORNEYS
FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE PERIOD
FROM SEPTEMBER 30, 2020 THROUGH AND INCLUDING NOVEMBER 10, 2020**

In accordance with the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”), Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “K&E”), attorneys for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), submit this summary (this “Summary”) of fees and expenses sought as actual, reasonable, and necessary in the fee application to which this Summary is attached (the “Fee Application”) for the period from September 30, 2020 through and including November 10, 2020 (the “Fee Period”).

K&E submits the Fee Application as the first and final fee application in accordance with the *Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates (Technical Modifications)* [Docket No. 279] (the “Plan”),² which requires final fee applications to be filed no later than 45 days after the Effective Date,³ and the *Order Approving the Debtors’ Disclosure Statement for, and Confirming, the Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates* [Docket No. 317] (the “Confirmation Order”).⁴

¹ Due to the large number of debtor entities in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at www.kcellc.net/oasis. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 1001 Fannin Street, Suite 1500, Houston, Texas 77002.

² Capitalized terms used but not otherwise defined in this Summary shall have the meanings ascribed to such terms in the Fee Application or Plan, as applicable.

³ Paragraph 38 of the Confirmation Order provides that: “[a]ll requests for payment of Professional Claims for services rendered and reimbursement of expenses incurred prior to the Confirmation Date must be Filed no later than 45 days after the Effective Date. The Bankruptcy Court shall determine the Allowed amounts of such Professional Claims after notice and a hearing in accordance with the procedures established by the Bankruptcy Court.”

⁴ The Court entered an *Amended Order Approving the Debtors’ Disclosure Statement for, and Confirming, the Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor*

Name of Applicant		Kirkland & Ellis LLP and Kirkland & Ellis International LLP
Applicant's professional role in case		Counsel to the Debtors
Indicate whether this is an application for pre- or post- confirmation services		Pre-confirmation services
Effective date of order approving professional's retention		November 10, 2020, effective as to September 30, 2020 [Docket No. 305]
	Beginning of Period	Ending of Period
Time period covered in this Application	September 30, 2020	November 10, 2020
Time periods covered by any prior applications	Not Applicable	Not Applicable
Total amounts awarded in all prior applications		Not Applicable
Total fees applied for in this application and in all prior applications (including any retainer amounts applied or to be applied)		\$1,774,343.00
Total professional fees requested in this application		\$1,732,011.00
Total actual professional hours covered by this application		1,722.20
Average hourly rate for professionals		\$1,005.70
Total paraprofessional fees requested in this application		\$42,332.00
Total actual paraprofessional hours covered by this application		104.10
Average hourly rate for paraprofessionals		\$406.65
Reimbursable expenses sought in this application		\$74,706.24
Voluntary fee waiver and expense reduction in this Fee Period		\$10,456.00
Total to be paid to priority unsecured creditors under the Plan		100%

Affiliates [Docket No. 335] on November 13, 2020, approving minor technical modifications to the Confirmation Order.

Name of Applicant	Kirkland & Ellis LLP and Kirkland & Ellis International LLP
Percentage dividend to priority unsecured creditors under the Plan	100%
Total to be paid to general unsecured creditors under the Plan	Each holder of an Allowed General Unsecured Claim shall receive (a) payment in full in Cash; or (b) Reinstatement. See Plan Art. III.B.5.
Percentage dividend to general unsecured creditors under the Plan	Class 5 GUC: 100%
Date of Confirmation Hearing	November 10, 2020
Indicate whether Plan has been confirmed	Yes [Docket No. 319]

Houston, Texas
December 23, 2020

Respectfully Submitted,

/s/ Chad J. Husnick

KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL
LLP

Brian Schartz, P.C. (TX Bar No. 24099361)
609 Main Street
Houston, Texas 77002
Telephone: (713) 836-3600
Facsimile: (713) 836-3601
Email: brian.schartz@kirkland.com

-and-

Chad J. Husnick, P.C. (admitted *pro hac vice*)
David L. Eaton (admitted *pro hac vice*)
John Luze (admitted *pro hac vice*)
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: chad.husnick@kirkland.com
david.eaton@kirkland.com
john.luze@kirkland.com

-and-

AnnElyse Scarlett Gains (admitted *pro hac vice*)
1301 N. Pennsylvania Ave., N.W.
Washington, D.C. 20004
Telephone: (202) 389-5000
Facsimile: (202) 389-5200
Email: annelyse.gains@kirkland.com

*Co-Counsel for the Reorganized Debtors
and Debtors in Possession*

**IN THE UNITED STATES BANKRUPTCY COURT
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In re:

OASIS PETROLEUM INC., *et al.*,¹

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**FIRST AND FINAL FEE APPLICATION OF KIRKLAND & ELLIS LLP
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THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE PERIOD
FROM SEPTEMBER 30, 2020 THROUGH AND INCLUDING NOVEMBER 10, 2020**

THIS APPLICATION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE APPLICATION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE APPLICATION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE APPLICATION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE APPLICATION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “K&E”), attorneys for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby submits its first and final fee application (the “Fee Application”) for allowance of compensation for professional services provided in the amount of \$1,774,343.00 and reimbursement of actual and necessary expenses in the amount of \$74,706.24 that K&E incurred for the period from September 30, 2020 through November 10, 2020 (the “Fee Period”). In support of this Fee Application, K&E submits the declaration of Chad J. Husnick, a partner of

¹ Due to the large number of debtor entities in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at www.kccllc.net/oasis. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 1001 Fannin Street, Suite 1500, Houston, Texas 77002.

K&E (the “Husnick Declaration”), which is attached hereto as **Exhibit A** and incorporated by reference. In further support of this Fee Application, K&E respectfully states as follows.

Jurisdiction

1. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-1 of the Southern District of Texas (the “Bankruptcy Local Rules”).

Background

4. Oasis Petroleum Inc., together with its Debtor affiliates (collectively, “Oasis”) is a leading independent oil and gas company that focuses primarily on exploration and production (“E&P”) in the North Dakota and Montana regions of the Williston Basin and the Texas region of the Delaware Basin. Headquartered in Houston, Texas, Oasis employs approximately 445 people and produces approximately 80,066 barrels of oil equivalent per day in the Williston and Delaware Basins. In addition to its E&P business, Oasis operates a midstream business through its Debtor affiliate Oasis Midstream Services LLC (“OMS”) and non-Debtor affiliate Oasis Midstream Partners LP (“OMP”), which is a publicly traded master limited partnership that, is engaged in operating high-growth and strategically located energy infrastructure. In 2019, Oasis’s operations generated approximately \$1.93 billion in revenue and approximately \$988.0 million of Adjusted EBITDA. The Debtors commenced these chapter 11 cases to facilitate an orderly restructuring of their outstanding debt obligations, address near-term liquidity issues, and

provide sufficient long-term de-leveraging such that Oasis will be able to execute on its go-forward business strategy and maximize stakeholder value in the current oil and gas climate.

5. On September 30, 2020 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On September 30, 2020, the Court entered an order [Docket No. 41] authorizing the joint administration and procedural consolidation of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). No request for the appointment of a trustee or examiner has been made in these chapter 11 cases, and no official committees have been appointed or designated.

6. A description of the Debtors’ businesses, the reasons for commencing the chapter 11 cases, and the relief sought from the Court to allow for a smooth transition into chapter 11 are set forth in the *Declaration of Michael Lou, Chief Financial Officer of Oasis Petroleum, Inc. In Support of Chapter 11 Petitions* filed on September 30, 2020 [Docket No. 26], incorporated herein by reference.

7. On September 30, 2020, the Debtors filed the *Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates* [Docket No. 24] (as may be amended, modified, or supplemented) (the “Plan”), and the *Disclosure Statement for the Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates* [Docket No. 25] (the “Disclosure Statement”). The Court entered the *Order Approving the Debtors’ Disclosure Statement for, and Confirming, the Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates* [Docket No. 317]

(the “Confirmation Order”)² confirming the Plan³ and approving the Disclosure Statement [Docket No. 25] of the Debtors.

8. On November 19, 2020, the Debtors filed the *Notice of (i) Entry of an Order Approving the Debtors’ Disclosure Statement for, and Confirming, the Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates and (ii) Occurrence of Effective Date* [Docket No. 359] (the “Effective Date Notice”). The Plan went effective on November 19, 2020 (the “Effective Date”).

9. Because of the prepackaged nature of these chapter 11 cases, the Debtors did not seek entry of an interim compensation order. Thus, K&E seeks approval of all fees and expenses incurred during the Fee Period on a final basis in this Fee Application.

Preliminary Statement

10. During the Fee Period, K&E represented the Debtors professionally and diligently, advising them on a variety of complex matters and issues, as a result of which the Debtors took action to maximize the value of their estates for the benefit of all parties in interest.

11. In the months leading up to the Petition Date, K&E helped build consensus around a go-forward business plan with the Debtors’ existing lenders. K&E attorneys assisted the Debtors with negotiating a restructuring support agreement that enjoyed broad consensus throughout the capital structure (the “Restructuring Support Agreement”).⁴ The Restructuring Support Agreement was signed by holders of approximately 100% of in principal of the Debtors’ RBL Claims, and holders of approximately 59% in principal of the Notes Claims. K&E

² The Court entered an *Amended Order Approving the Debtors’ Disclosure Statement for, and Confirming, the Debtors’ Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates* [Docket No. 335] on November 13, 2020, approving minor technical modifications to the Confirmation Order.

³ The capitalized terms used but not otherwise defined herein have the meanings given to them in the Plan.

attorneys assisted the Debtors for months in arm's-length, multi-party negotiations to reach a comprehensive, value-maximizing prepackaged chapter 11 plan of reorganization that was solicited prior to the chapter 11 filing. Contemplated and implemented in the Plan was an agreement between the Debtors and Mirada Energy, LLC, Mirada Wild Basin Holding Company, LLC and Mirada Energy Fund I, LLC (collectively, "Mirada"), which resolved years of litigation and claims for damages in excess of \$100 million (the "Mirada Settlement"). Additionally, K&E attorneys assisted the Debtors with eliminating approximately \$1.8 billion in prepetition debt obligations, while maintaining access to ample liquidity to fund the Reorganized Debtors with a new, fully committed reserve-based revolving exit facility in an aggregate amount up to \$1.5 billion (the "Exit Facility") and an initial borrowing base of approximately \$575 million, the proceeds of which were used to refinance amounts outstanding under the DIP Facility and any remaining prepetition RBL Claims outstanding on the Effective Date.

12. During the Fee Period, K&E assisted the Debtors in, among other things, filing for chapter 11, obtaining critical operational relief through the approval of numerous "first day" and "second day" motions, successfully transitioning into chapter 11 with minimal effect on their operations, and confirming of the Debtors' fully-consensual Plan (and resolving all formal and informal objections thereto).

13. Due in large part to hard-fought negotiations in the months leading up to the Fee Period, the Debtors' in-court restructuring was completed in 41 days. Every class of claims eligible to vote on the Plan approved the Plan, including holders of Interests of Oasis.

14. K&E and the Debtors then quickly turned towards the emergence process, finalizing the new organizational documents, the Exit Facility Documentation, and the other documents necessary to consummate the Plan. Ultimately, the Debtors consummated the Plan,

which deleveraged their balance sheet by more than \$1.8 billion, and emerged from chapter 11 on November 19, 2020.

15. Through all stages of their engagement, K&E represented the Debtors professionally and diligently, advising on a variety of complex matters and issues with the ultimate goal of maximizing value for all stakeholders. Given the Debtors accomplishments in these chapter 11 cases, K&E submits that the compensation and expense reimbursement sought herein for the necessary and beneficial professional services K&E provided to the Debtors during the Fee Period are reasonable, appropriate, and commensurate with the scale, nature, and complexity of these chapter 11 cases and should be approved.

The Debtors' Retention of K&E

16. On November 11, 2020, the Court entered the *Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of September 30, 2020* [Docket No. 305] (the "Retention Order"), attached hereto as **Exhibit B** and incorporated by reference. The Retention Order authorizes the Debtors to compensate and reimburse K&E in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Bankruptcy Local Rules. The Retention Order also authorizes the Debtors to compensate K&E at K&E's hourly rates charged for services of this type and to reimburse K&E for K&E's actual and necessary out-of-pocket expenses incurred, subject to application to this Court. The particular terms of K&E's engagement are detailed in the engagement letter by and between K&E and the Debtors, effective as of April 6, 2020, and attached hereto as **Exhibit C** (the "Engagement Letter").

17. The Retention Order authorizes K&E to provide the following services consistent with and in furtherance of the services enumerated above:

- a. advising the Debtors with respect to their powers and duties as debtors-in-possession in the continued management and operation of their business and properties;
- b. preparing pleadings, including motions, applications, answers, orders, reports, and papers necessary or otherwise beneficial to the administration of the Debtors' estates and consistent with the services identified in the Retention Order;
- c. appearing before the Court and any appellate courts to represent the interests of the Debtors' estates; and
- d. performing all other legal services reasonably necessary or otherwise beneficial for the Debtors in connection with these chapter 11 cases.

Disinterestedness of K&E

18. To the best of the Debtors' knowledge and as disclosed in the *Declaration of Chad J. Husnick in Support of the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of September 30, 2020* [Docket No. 205-1] (the "K&E Declaration") and the *First Supplemental Declaration of Chad J. Husnick in Support of the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of September 30, 2020* to be filed in connection herewith (the "Supplemental K&E Declaration," and together with the K&E Declaration, the "K&E Declarations"), filed contemporaneously herewith, (a) K&E is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors' estates and (b) K&E has no connection to the Debtors, their creditors, or other parties in interest, except as may be disclosed in the K&E Declarations.

19. K&E may have in the past represented, may currently represent, and likely in the future will represent parties in interest in connection with matters unrelated to the Debtors in these chapter 11 cases. In the K&E Declarations, K&E disclosed its connections to parties in interest that it has been able to ascertain using its reasonable efforts.

20. K&E performed the services for which it is seeking compensation on behalf of the Debtors and their estates, and not on behalf of any committee, creditor, or other entity.

21. Except to the extent of the advance payments paid to K&E that K&E previously disclosed to this Court in the K&E Declarations, K&E has received no payment and no promises for payment from any source other than the Debtors for services provided or to be provided in any capacity whatsoever in connection with these chapter 11 cases.

22. Pursuant to Bankruptcy Rule 2016(b), K&E has not shared, nor has K&E agreed to share (a) any compensation it has received or may receive with another party or person other than with the partners, counsel, and associates of K&E or (b) any compensation another person or party has received or may receive.

Fees and Expenses Incurred During the Fee Period

A. Customary Billing Disclosures.

23. K&E's hourly rates are set at a level designed to compensate K&E fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. The hourly rates and corresponding rate structure utilized by K&E in these chapter 11 cases are equivalent to the hourly rates and corresponding rate structure used by K&E for other restructuring matters, as well as similar complex corporate, securities, and litigation matters whether in court or otherwise, regardless of whether a fee application is required. The rates and rate structure reflect that such restructuring and other complex matters typically are national in scope and typically involve great complexity, high stakes, and severe time pressures. For the convenience of the

Court and all parties in interest, attached hereto as **Exhibit D** is K&E's budget and staffing plan for this Fee Period and attached hereto as **Exhibit E** is a summary of blended hourly rates for timekeepers who billed to non-bankruptcy matters and blended hourly rates for timekeepers who billed to the Debtors during the Fee Period.

B. Fees Incurred During Fee Period.

24. In the ordinary course of K&E's practice, K&E maintains computerized records of the time expended to render the professional services required by the Debtors and their estates. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit F** is a summary of fees incurred and hours expended during the Fee Period, setting forth the following information:

- the name of each attorney and paraprofessional for whose work on these chapter 11 cases compensation is sought;
- each attorney's year of bar admission and area of practice concentration;
- the aggregate time expended and fees billed by each attorney and each paraprofessional during the Fee Period;
- the hourly billing rate for each attorney and each paraprofessional at K&E's current billing rates;
- the hourly billing rate for each attorney and each paraprofessional as disclosed in the final application;
- the number of rate increases since the inception of the case; and
- a calculation of total compensation requested using the rates disclosed in the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of September 30, 2020* [Docket No. 205] (the "**Retention Application**").

C. Expenses Incurred During Fee Period.

25. In the ordinary course of K&E's practice, K&E maintains a record of expenses incurred in the rendition of the professional services required by the Debtors and their estates and for which reimbursement is sought. K&E currently charges \$0.16 per page for standard duplication in its offices in the United States. K&E does not charge its clients for incoming facsimile transmissions.

26. For the convenience of the Court and all parties in interest, attached hereto as **Exhibit G** is a summary for the Fee Period, setting forth the total amount of reimbursement sought with respect to each category of expenses for which K&E is seeking reimbursement.

Summary of Legal Services Rendered During the Fee Period

27. As discussed above, during the Fee Period, K&E provided extensive and important professional services to the Debtors in connection with these chapter 11 cases. These services were often performed under severe time constraints and were necessary to address a multitude of critical issues both unique to these chapter 11 cases and typically faced by large corporate debtors in similar cases of this magnitude and complexity.

28. To provide a meaningful summary of K&E's services provided on behalf of the Debtors and their estates, K&E has established, in accordance with its internal billing procedures, certain subject matters categories (each, a "Matter Category") in connection with these chapter 11 cases. The following is a summary of the fees and hours billed for each Matter Category in the Fee Period:⁵

⁵ In certain instances K&E may have billed the same amount of fees, but different amount of hours to different matter categories. This difference is the result of different staffing of each such matter category.

Matter Number	Project Category Description	Hours		Total Compensation	
		Budgeted	Billed	Budgeted	Billed
2	Chapter 11 Filing & First Day Prep.	432 - 540	78.60	\$385,000 - \$481,000	\$65,440.00
4	Automatic Stay Matters	195 - 244	12.60	\$175,000 - \$219,000	\$12,188.00
5	Business Operations	326 - 408	63.30	\$297,500 - \$372,000	\$69,725.50
6	Case Administration	206 - 258	72.80	\$175,000 - \$219,000	\$55,706.50
7	DIP and Cash Collateral	907 - 1,134	513.70	\$840,000 - \$1,050,000	\$523,226.50
9	Corporate Gov. & Securities Matters	418 - 523	495.00	\$385,000 - \$481,000	\$502,525.00
10	Vendor and Creditor Communications	492 - 615	8.60	\$385,000 - \$481,000	\$6,529.50
11	Disclosure Statement, Plan, Confirmation	1,910 - 2,388	357.40	\$1,750,000 - \$2,188,000	\$328,568.50
12	Employee Matters	248 - 310	26.00	\$210,000 - \$263,000	\$32,025.50
13	Executory Contracts and Unexpired Leases	309 - 386	47.70	\$280,000 - \$350,000	\$46,968.00
14	Hearings	369 - 461	72.80	\$350,000 - \$438,000	\$61,026.00
15	Insurance and Surety Matters	176 - 220	5.30	\$157,500 - \$197,000	\$5,911.50
16	Retention & Fee Application	596 - 745	51.00	\$490,000 - \$613,000	\$42,940.50
17	Tax Matters	168 - 210	13.20	\$157,500 - \$197,000	\$14,973.50
19	U.S. Trustee Communications	235 - 294	0.90	\$210,000 - \$263,000	\$1,021.50
20	Use, Sale, and Disposition of Property	201 - 251	4.90	\$175,000 - \$219,000	\$3,106.50
21	Utilities	188 - 235	2.50	\$157,500 - \$197,000	\$2,460.50
22	Expenses	-	N/A	-	\$74,706.24
Totals		7,862 - 9,828	1,826.30	\$7,000,000 - \$8,754,000	\$1,849,049.24

29. The following is a summary, by Matter Category, of the most significant professional services provided by K&E during the Fee Period. This summary is organized in accordance with K&E's internal system of matter numbers. The detailed descriptions demonstrate that K&E was heavily involved in performing services for the Debtors on a daily basis, often including night and weekend work, to meet the needs of the Debtors' estates in these chapter 11 cases. A schedule setting forth a description of the Matter Categories utilized in this case, the number of hours expended by K&E partners, associates and paraprofessionals by matter, and the aggregate fees associated with each matter is attached hereto as **Exhibit H**.

30. In addition, K&E's computerized records of time expended providing professional services to the Debtors and their estates are attached hereto as **Exhibit I**, and K&E's records of expenses incurred during the Fee Period in the rendition of professional services to the Debtors and their estates are attached as **Exhibit J**.

(a) **Chapter 11 Filing and First Day Preparation [Matter No. 2]**

Total Fees: \$65,440.00
Total Hours: 78.60

31. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services relating to the filing of the Debtors' chapter 11 petitions and various "first day" pleadings and related notices during the initial days of these chapter 11 cases, including, without limitation, (a) reviewing and revising the Debtors' petitions and "first day" motions, proposed orders, affidavits, and notices, and (b) preparing for the "first day" hearing, including drafting hearing notes and related materials and preparing potential witnesses in connection with certain of the first day motions.

32. Specifically, the Debtors filed several motions seeking orders authorizing the Debtors to pay various prepetition claims. Entry of these orders eased the strain on the Debtors' relationships with employees, vendors, customers, and taxing authorities as a consequence of the commencement of these chapter 11 cases. Among other things, these orders authorized the Debtors to: (a) pay certain prepetition lien or trade claims and mineral interest holders; (b) pay certain prepetition employee wages and benefits; (c) maintain cash management systems and use prepetition bank accounts, checks, and other business forms; (d) make tax payments to federal, local, and state taxing authorities; (e) prohibit utility companies from discontinuing services; and (f) maintain prepetition insurance policies and enter into new insurance policies.

(b) **Automatic Stay Matters [Matter No. 4]**

Total Fees: \$12,188.00
Total Hours: 12.60

33. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services relating to the imposition of the automatic stay, including analyzing issues and drafting stipulations related thereto and filing suggestions of bankruptcy.

(c) **Business Operations [Matter No. 5]**

Total Fees: \$69,725.50
Total Hours: 63.30

34. It is important that the Debtors and their advisors create and implement an all-encompassing and cohesive strategy for maintaining business operations with minimal disruptions during the course of the Debtors' chapter 11 cases. K&E attorneys and paraprofessionals spent time developing a strategy with the Debtors to ensure a smooth transition into chapter 11 and to ensure that going forward the business operations continue without interruption. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) conferencing with the Debtors and their various advisors regarding regular business matters and workstreams;
- (ii) advising on post-filing business operations and preparing compliance materials for Debtors' management; and
- (iii) conferencing with the Debtors regarding their post-petition compliance and reporting obligations.

(d) **Case Administration [Matter No. 6]**

Total Fees: \$55,706.50

Total Hours: 72.80

35. This Matter Category includes time spent on a variety of tasks that were necessary to ensure the efficient and smooth administration of legal services related to the Debtors' chapter 11 cases. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) providing services related to the filing of the Debtors' chapter 11 petitions and various "first day" pleadings;
- (ii) coordinating, conferencing, managing, and administering these chapter 11 cases on a daily basis, including monitoring critical dates and maintaining a case calendar, task lists, and work-in-progress reports;
- (iii) ensuring compliance with the service and notice requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Bankruptcy Local Rules, including coordinating service of pleadings and other related notices with the Debtors' local counsel, Jackson Walker LLP, and Kurtzman Carson Consultants ("KCC"), the claims, noticing, and solicitation agent retained in these chapter 11 cases;
- (iv) facilitating compliance with all of the other applicable requirements of the Bankruptcy Code, the Bankruptcy Rules, the Bankruptcy Local Rules, and orders or procedures issued by the Court;
- (v) monitoring the case docket and reviewing docket entries as they are filed to apprise the Debtors of developments in these chapter 11 cases;
- (vi) drafting, revising, and filing certain administrative motions, including motions for admission *pro hac vice* for K&E attorneys;
- (vii) preparing notices of motions, proposed orders, exhibits, and schedules, and coordinating the delivery of such pleadings to the Court and to the United States Trustee for the Southern District of Texas (the "U.S. Trustee"); and
- (viii) managing case management tasks among K&E personnel and other retained professionals.

36. Time billed to this Matter Category also includes work and meetings related to multiple matters such that the time cannot be easily allocated to one of the other matters.

(e) **DIP and Cash Collateral [Matter No. 7]**

Total Fees: \$523,226.50
Total Hours: 513.70

37. This Matter Category includes time K&E attorneys and paraprofessionals spent on matters related to negotiating and obtaining court approval for the Debtors' consensual use of cash collateral and negotiating, documenting and closing on the Debtors' DIP financing facility. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) negotiating, drafting, and finalizing documentation and interim and final orders approving the DIP Facility and use of Cash Collateral, including various provisions addressing concerns of parties in interest in these chapter 11 cases;
- (ii) preparing for closing of the DIP Facility, including finalizing closing documentation, as well as negotiating and preparing amendment, consent, security, and applicable compliance documentation;
- (iii) analyzing and discussing cash management and financing issues with the Debtors, the Debtors' other professionals, and various stakeholders in these chapter 11 cases;
- (iv) preparing for closing of the Exit Facility, including finalizing closing documentation, as well as conferencing and corresponding with the Debtors, the Debtors' other professionals, and various stakeholder regarding the closing of the Exit Facility; and
- (v) analyzing and confirming diligence issues related to general debt finance subject matters.

38. K&E's efforts were critical in securing the consensual use of cash collateral and negotiating, documenting and closing on a \$450 million DIP financing facility on favorable terms that provided the Debtors with the necessary liquidity to fund the Debtors' operations during these chapter 11 cases.

(f) **Corporate Governance and Securities Matters [Matter No. 9]**

Total Fees: \$502,525.00

Total Hours: 495.00

39. This Matter Category includes time spent by K&E attorneys and paraprofessionals advising the Debtors and the Board of Directors (the “Board”) and senior management regarding corporate governance issues related to the Debtors’ restructuring. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) conducting various tasks to implement the Debtors’ corporate restructuring;
- (ii) drafting, revising, and negotiating deal documentation associated with implementation of the Plan, including new organizational documents, warrant documents, and other general corporate documents; and
- (iii) providing updates to the Debtors and their advisors regarding the foregoing activities, including updates presented at Board meetings and telephone conferences.

(g) **Vendor and Creditor Communications [Matter No. 10]**

Total Fees: \$6,529.50

Total Hours: 8.60

40. This Matter Category includes time spent by K&E attorneys and paraprofessionals advising the Debtors on vendor and supplier issues, including with respect to first day relief and postpetition business activities. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) researching and analyzing issues raised by various vendors and creditors and coordinating with the Debtors’ advisors with respect to the same; and
- (ii) corresponding with various vendors and creditors with respect to their inquiries.

(h) **Disclosure Statement, Plan, Confirmation [Matter No. 11]**

Total Fees: \$328,568.50

Total Hours: 357.40

41. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services related to analyzing, revising, and implementing a disclosure statement, a plan of reorganization, drafting and negotiation the plan supplement, the confirmation order, and providing services related to obtaining confirmation of the Plan in connection with these chapter 11 cases. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) researching and analyzing complex bankruptcy, corporate, and tax issues related to the Debtors' Plan;
- (ii) drafting, negotiating, revising, compiling, and filing the Plan, the Disclosure Statement, and all amended filings relating to the same;
- (iii) drafting, negotiating, revising, compiling, and filing the Plan Supplements [Docket No. 263, 291, 300, 357 and 362];
- (iv) researching, drafting, negotiating, revising, and filing a confirmation order for the Plan, the accompanying memorandum of law, and other documents related thereto;
- (v) engaging with creditors' counsel relating to comments to the Plan and Plan Supplement exhibits;
- (vi) analyzing voting and solicitation issues;
- (vii) obtaining approval of the Disclosure Statement and confirmation of the Plan at the confirmation hearing; and
- (viii) providing updates to the Debtors and their advisors regarding the foregoing activities.

(i) **Employee Matters [Matter No. 12]**

Total Fees: \$32,025.50
Total Hours: 26.00

42. The Debtors and K&E believe that a successful reorganization depends on retaining the workforce, thereby ensuring continuity of the Debtors' business. As a result, this Matter Category includes time spent by K&E attorneys and paraprofessionals addressing the following employee compensation issues:

- (i) researching and analyzing employee matters related to the postpetition continuation of the Debtors' wages and benefits programs;
- (ii) drafting and negotiating the MIP and MIP-related documents, including tax structure documents; and
- (iii) providing updates to the Debtors and their advisors regarding the foregoing activities.

(j) **Executory Contracts and Unexpired Leases [Matter No. 13]**

Total Fees: \$46,968.00
Total Hours: 47.70

43. This Matter Category includes time spent by K&E attorneys examining issues related to the Debtors' executory contracts and unexpired leases. K&E attorneys spent time researching, analyzing, renegotiating, or rejecting the Debtors' obligations under their various executory contracts. Specifically, K&E attorneys spent time:

- (i) coordinating with the Debtors' other advisors to identify and analyze contracts and leases for potential assumption or rejection, and conducting diligence and research related to the same;
- (ii) reviewing, revising, and preparing for the service of cure notices;
- (iii) corresponding with contract counterparties regarding cure notices; and
- (iv) corresponding and conferencing with executory contract and unexpired lease counterparties regarding treatment of the same during these chapter 11 cases.

(k) **Hearings [Matter No. 14]**

Total Fees: \$61,026.00

Total Hours: 72.80

44. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services related to preparing for and virtually attending several hearings during the Fee Period (each a “Hearing” and, collectively, the “Hearings”), including preparing agendas, and orders related to Hearings, settling orders before and after Hearings, and corresponding with various parties in preparation for, and after, the Hearings. These services also included conferences to discuss multiple matters scheduled for a specific Hearing and coordinating Hearing logistics. During the Fee Period, K&E attorneys and paraprofessionals spent considerable time preparing for and attending Hearings including:

- (i) the “first day” hearing on Wednesday, September 30, 2020;
- (ii) the “second day” hearing on Thursday, October 15, 2020; and
- (iii) the confirmation hearing on Tuesday, November 10, 2020.

(l) **Insurance and Surety Matters [Matter No. 15]**

Total Fees: \$5,911.50

Total Hours: 5.30

45. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services related to ensuring that Debtors’ insurance policies and surety matters were maintained during these chapter 11 cases. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) reviewing, revising, analyzing, and preparing documentation relating to maintaining Debtor’s insurance and surety bond coverage; and
- (ii) reviewing, revising, analyzing, and preparing surety bond release letters and surety bond release order.

(m) Retention & Fee Applications [Matter No. 16]

Total Fees: \$42,940.50

Total Hours: 51.00

46. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services related to the retention of K&E as the Debtors' counsel and ensuring retention of the Debtors other professionals in these chapter 11 cases. Specifically, K&E attorneys and paraprofessionals spent time:

- (i) preparing pleadings and a comprehensive conflict analysis necessary to obtain the order of the Court approving the employment of K&E to represent the Debtors;
- (ii) implementing internally established procedures which require the continuous analysis of potential new conflicts;
- (iii) preparing updated professional disclosures for filing with the Court;
- (iv) reviewing all time entries to ensure compliance with applicable provisions of the Bankruptcy Code, and to make necessary redactions to preserve the confidentiality of the work performed for the Debtors.
- (v) assisting the Debtors' other advisors regarding their respective retention applications and order, including:
 - i. AlixPartners, LLP, as restructuring advisor to the Debtors;
 - ii. PricewaterhouseCoopers, LLP, as audit services and tax compliance and tax consulting services provider to the Debtors;
 - iii. Perella Weinberg Partners LP, as financial advisor and investment banker to the Debtors;
 - iv. Deloitte & Touche LLP as the risk and financial advisor; and
 - v. Deloitte Tax LLP as tax services provider.
- (vi) engaging with the U.S. Trustee and the Debtors' other advisors regarding both informal comments and objections provided by the

U.S. Trustee, with respect to the Debtors' advisors retention applications and related retention orders;

- (vii) drafting and revising the *Debtors' Motion for Entry of an Order (I) Authorizing the Retention and Compensation of Certain Professionals Utilized In the Ordinary Course of Business and (II) Granting Related Relief* [Docket No. 202]; and
- (viii) coordinating with the Debtors and their other advisors with respect to ordinary course professional retentions and complying with the related disclosure requirements of applicable provisions of the Bankruptcy Code.

(n) **Tax Matters [Matter No. 17]**

Total Fees: \$14,973.50
Total Hours: 13.20

47. This Matter Category includes time spent by K&E attorneys and paraprofessionals conducting legal research, preparing correspondence and pleadings, and generally advising the Debtors on tax issues relating to or arising during the chapter 11 cases. During the Fee Period, K&E attorneys were responsible for researching and analyzing certain tax issues arising in connection with the Debtors' business operations, including the following:

- (i) researching and analyzing taxation-related issues related to the Debtors' restructuring and implementation of the Plan; and
- (ii) coordinating and communicating with the Debtors, the Debtors' advisors, and relevant stakeholders regarding the foregoing activities.

(o) **U.S. Trustee Communications [Matter No. 19]**

Total Fees: \$1,021.50
Total Hours: 0.90

48. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services corresponding with the U.S. Trustee with respect to the following issues:

- (i) preparing for the initial debtor interview; and

- (ii) correspondence with the U.S. Trustee regarding reporting requirements under the first day orders.

(p) **Use, Sale, and Disposition of Property [Matter No. 20]**

Total Fees: \$3,106.50

Total Hours: 4.90

49. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services relating to the disposition of the Debtors' assets.

(q) **Utilities [Matter No. 21]**

Total Fees: \$2,460.50

Total Hours: 2.50

50. This Matter Category includes time spent by K&E attorneys and paraprofessionals providing services relating to utility issues arising in connection with filing these chapter 11 cases. Specifically, K&E attorneys and paraprofessionals spent time researching issues surrounding adequate assurance and negotiating resolutions with various utility providers regarding adequate protection related to the *Order (I) Approving the Debtors' Proposed Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Services, (III) Approving the Debtors' Proposed Procedures for Resolving Additional Assurance Requests, and (IV) Granting Related Relief* [Docket No. 56].

Actual and Necessary Expenses Incurred by K&E

51. As set forth in **Exhibit I** attached hereto, and as summarized in **Exhibit G** attached hereto, K&E has incurred a total of \$74,706.24 in expenses on behalf of the Debtors during the Fee Period. These charges are intended to reimburse K&E's direct operating costs, which are not incorporated into the K&E hourly billing rates. K&E charges external copying and computer research at the provider's cost without markup. Only clients who actually use services of the types set forth in **Exhibit I** of this Fee Application are separately charged for such

services. The effect of including such expenses as part of the hourly billing rates would impose that cost upon clients who do not require extensive photocopying and other facilities and services.

Reasonable and Necessary Services Provided by K&E

A. Reasonable and Necessary Fees Incurred in Providing Services to the Debtors.

52. The foregoing professional services provided by K&E on behalf of the Debtors during the Fee Period were reasonable, necessary, and appropriate to the administration of these chapter 11 cases and related matters.

53. Many of the services performed by partners and associates of K&E were provided by K&E's Restructuring Group. K&E has a prominent practice in this area and enjoys a national and international reputation for its expertise in financial reorganizations and restructurings of troubled companies, with over 150 attorneys focusing on this area of the law. The attorneys at K&E have represented either the debtor or the creditors' committee or have acted as special counsel in many large chapter 11 cases.

54. In addition, due to the facts and circumstances of these chapter 11 cases, attorneys from K&E's litigation, corporate and tax groups were heavily involved with K&E's representation of the Debtors. These practice groups also enjoy a national and international reputation for their expertise. Overall, K&E brings to these chapter 11 cases a particularly high level of skill and knowledge, which inured to the benefit of the Debtors and all stakeholders.

B. Reasonable and Necessary Expenses Incurred in Providing Services to the Debtors.

55. The time constraints imposed by the circumstances of these chapter 11 cases required K&E attorneys and other employees to devote substantial time during the evenings and on weekends to perform services on behalf of the Debtors. These services were essential to meet deadlines, respond to daily inquiries from various creditors and other parties in interest on a

timely basis, and satisfy the demands of the Debtors' businesses and ensure the orderly administration of their estates. Consistent with firm policy, and as further disclosed in the Retention Application, K&E attorneys and other K&E employees who worked late in the evenings or on weekends were reimbursed for their reasonable meal and transportation costs. K&E's regular practice is not to include components for those charges in overhead when establishing billing rates, but rather to charge its clients for these and all other out-of-pocket disbursements incurred during the regular course of the rendition of legal services.

56. In addition, due to the location of the Debtors' businesses, co-counsel, creditors, and other parties in interest in relation to K&E's offices, frequent multi-party telephone conferences involving numerous parties were required. On many occasions, the exigencies and circumstances of these chapter 11 cases required overnight delivery of documents and other materials. The disbursements for such services are not included in K&E's overhead for the purpose of setting billing rates and K&E has made every effort to minimize its disbursements in these chapter 11 cases. The actual expenses incurred in providing professional services were necessary, reasonable, and justified under the circumstances to serve the needs of the Debtors in these chapter 11 cases.

57. Among other things, K&E makes sure that all overtime meals, travel meals, hotel rates, and airfares are reasonable and appropriate expenses for which to seek reimbursement. Specifically, K&E regularly reviews its bills to ensure that the Debtors are only billed for services that were actual and necessary and, where appropriate, prorates expenses. In that regard, K&E will waive certain fees and reduce its expenses if necessary. In the Fee Period, K&E voluntarily reduced its fees by \$10,456.00. Consequently, K&E does not seek payment of such fees or reimbursement of such expenses in the Fee Application.

K&E's Requested Compensation and Reimbursement Should be Allowed

58. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, extent, and the value of such services, taking into account all relevant factors, including—

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (e) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

59. K&E respectfully submits that the services for which it seeks compensation in this Fee Application were, at the time rendered, necessary for and beneficial to the Debtors and their estates and were rendered to protect and preserve the Debtors' estates. K&E further believes that it performed the services for the Debtors economically, effectively, and efficiently, and the results obtained benefited not only the Debtors, but also the Debtors' estates and the Debtors'

constituents. K&E further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtors, their estates, and all parties in interest.

60. During the Fee Period, K&E's hourly billing rates for attorneys ranged from \$610.00 to \$1,595.00. The hourly rates and corresponding rate structure utilized by K&E in these chapter 11 cases are equivalent to the hourly rates and corresponding rate structure used by K&E for restructuring, workout, bankruptcy, insolvency, and comparable matters, and similar complex corporate, securities, and litigation matters, whether in court or otherwise, regardless of whether a fee application is required. K&E strives to be efficient in the staffing of matters. These rates and the rate structure reflect that such matters are typically national in scope and involve great complexity, high stakes, and severe time pressures—all of which were present in these chapter 11 cases.

61. Moreover, K&E's hourly rates are set at a level designed to compensate K&E fairly for the work of its attorneys and paraprofessionals and to cover certain fixed and routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions and are consistent with the rates charged elsewhere.

62. In sum, K&E respectfully submits that the professional services provided by K&E on behalf of the Debtors and their estates during these chapter 11 cases were necessary and appropriate given the complexity of these chapter 11 cases, the time expended by K&E, the nature and extent of K&E's services provided, the value of K&E's services, and the cost of comparable services outside of bankruptcy, all of which are relevant factors set forth in

section 330 of the Bankruptcy Code. Accordingly, K&E respectfully submits that approval of the compensation sought herein is warranted and should be approved.

63. No previous application for the relief sought herein has been made to this or any other Court.

Reservation of Rights and Notice

64. It is possible that some professional time expended or expenses incurred during the Fee Period are not reflected in the Fee Application. K&E reserves the right to include such amounts in future fee applications. In addition, the Debtors have provided notice of this Fee Application to: (a) the U.S. Trustee for the Southern District of Texas; (b) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (c) the administrative agent, and counsel thereto, under the Debtors' prepetition revolving credit facility; (d) the indenture trustee for the Debtors' senior notes; (e) counsel to the ad hoc group of senior noteholders; (f) the United States Attorney's Office for the Southern District of Texas; (g) the Internal Revenue Service; (h) the United States Securities and Exchange Commission; (i) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business; (j) the state attorneys general for states in which the Debtors conduct business; and (k) any party that has requested notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, no other or further notice need be given.

WHEREFORE, K&E respectfully requests that the Court enter an order (a) awarding K&E compensation for professional and paraprofessional services provided during the Fee Period in the amount of \$1,774,343.00, and reimbursement of actual, reasonable and necessary expenses incurred in the Fee Period in the amount of \$74,706.24; (b) authorizing and directing the Debtors to remit payment to K&E for such fees and expenses; and (c) granting such other relief as is appropriate under the circumstances.

Houston, Texas
December 23, 2020

Respectfully Submitted,

/s/ Chad J. Husnick

KIRKLAND & ELLIS LLP
KIRKLAND & ELLIS INTERNATIONAL
LLP

Brian Schartz, P.C. (TX Bar No. 24099361)
609 Main Street
Houston, Texas 77002
Telephone: (713) 836-3600
Facsimile: (713) 836-3601
Email: brian.schartz@kirkland.com

-and-

Chad J. Husnick, P.C. (admitted *pro hac vice*)
David L. Eaton (admitted *pro hac vice*)
John Luze (admitted *pro hac vice*)
300 North LaSalle Street
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: chad.husnick@kirkland.com
david.eaton@kirkland.com
john.luze@kirkland.com

-and-

AnnElyse Scarlett Gains (admitted *pro hac vice*)
1301 N. Pennsylvania Ave., N.W.
Washington, D.C. 20004
Telephone: (202) 389-5000
Facsimile: (202) 389-5200
Email: annelyse.gains@kirkland.com

*Co-Counsel for the Reorganized Debtors
and Debtors in Possession*

Certificate of Service

I certify that on December 23, 2020, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Matthew Cavanaugh

Matthew D. Cavanaugh

Exhibit A

Husnick Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

OASIS PETROLEUM INC., *et al.*,¹

Reorganized Debtors.

)

) Chapter 11

)

) Case No. 20-34771 (MI)

)

) (Jointly Administered)

)

**DECLARATION OF CHAD J. HUSNICK IN SUPPORT OF THE
FIRST AND FINAL FEE APPLICATION OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP ATTORNEYS FOR
THE DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD OF
SEPTEMBER 30, 2020 THROUGH AND INCLUDING NOVEMBER 10, 2020**

I, Chad J. Husnick, being duly sworn, state the following under penalty of perjury:

1. I am the president of Chad J. Husnick, P.C., a partner of the law firm of Kirkland & Ellis LLP, located at 300 North LaSalle, Chicago, IL 60654, and a partner of Kirkland & Ellis International, LLP (together with Kirkland & Ellis LLP, collectively, “K&E”).² I am one of the lead attorneys from K&E working on the above-captioned chapter 11 cases. I am a member in good standing of the Bar of the States of Illinois and New York, and I have been admitted to practice in the United States District Court for the Northern District of Illinois and the United States District Court for the Southern District of New York. I have been admitted *pro hac vice* in the Southern District of Texas. There are no disciplinary proceedings pending against me.

2. I have read the foregoing first and final fee application of K&E, attorneys for the Debtors, for the Fee Period (the “Fee Application”). To the best of my knowledge, information

¹ Due to the large number of debtor entities in these chapter 11 cases, for which joint administration has been granted, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at www.kccllc.net/oasis. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 1001 Fannin Street, Suite 1500, Houston, Texas 77002.

² Capitalized terms used but not otherwise defined herein shall have the meaning as set forth in the Application.

and belief, the statements contained in the Fee Application are true and correct. In addition, I believe that the Fee Application complies with Bankruptcy Local Rule 2016-1.

3. In connection therewith, I hereby certify that:

- a) to the best of my knowledge, information, and belief, formed after reasonable inquiry, the fees and disbursements sought in the Fee Application are permissible under the relevant rules, court orders, and Bankruptcy Code provisions, except as specifically set forth herein;
- b) except to the extent disclosed in the Fee Application, the fees and disbursements sought in the Fee Application are billed at rates customarily employed by K&E and generally accepted by K&E's clients. In addition, none of the professionals seeking compensation varied their hourly rate based on the geographic location of the Debtors' case;
- c) K&E did not increase hourly rates from those disclosed in the Retention Application during the Fee Period;
- d) K&E is seeking compensation with respect to the approximately 6.0 hours and \$4,374.50 in fees spent reviewing or revising time records and preparing, reviewing, and revising invoices.³ K&E concurrently revised invoices for privileged and confidential information and accordingly did not spend any additional time reviewing time records to redact such privileged or confidential information;
- e) in providing a reimbursable expense, K&E does not make a profit on that expense, whether the service is performed by K&E in-house or through a third party;
- f) in accordance with Rule 2016(a) of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. § 504, no agreement or understanding exists between K&E and any other person for the sharing of compensation to be received in connection with the above cases except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules, and Bankruptcy Local Rules; and
- g) all services for which compensation is sought were professional services on behalf of the Debtors and not on behalf of any other person.

³ This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: December 23, 2020

Respectfully submitted,

/s/ Chad J. Husnick

Chad J. Husnick
as President of Chad J. Husnick, P.C., as Partner
of Kirkland & Ellis LLP; and as Partner of
Kirkland & Ellis International LLP

Exhibit B

Retention Order

ENTERED
11/10/2020

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

OASIS PETROLEUM INC.,
et al.,¹

Debtors.

)
) Chapter 11
)
) Case No. 20-34771 (MI)
)
) (Jointly Administered)
)
) **Re: Docket No. 205**

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT
OF KIRKLAND & ELLIS LLP AND KIRKLAND & ELLIS
INTERNATIONAL LLP AS ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION EFFECTIVE AS OF SEPTEMBER 30, 2020**

Upon the application (the “Application”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for the entry of an order (this “Order”) authorizing the Debtors to retain and employ Kirkland & Ellis LLP and Kirkland & Ellis International LLP (collectively, “Kirkland”) as their attorneys effective as of the Petition Date, pursuant to sections 327(a) and 330 of title 11 of the United States Code (the “Bankruptcy Code”), rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 2014-1 and 2016-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”); and the Court having reviewed the Application, the Declaration of Chad J. Husnick, the president of Chad J. Husnick, P.C., a partner of Kirkland & Ellis LLP, and a partner of Kirkland & Ellis International LLP (the “Husnick Declaration”), and the declaration of

¹ Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at www.kccllc.net/oasis. The location of the Debtors’ service address for purposes of these chapter 11 cases is: 1001 Fannin Street, Suite 1500, Houston, Texas 77002.

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.



203477120102800000000001

Nickolas Lorentzatos the General Counsel of Oasis Petroleum, Inc. (the “Lorentzatos Declaration”); and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and the Court having found that the Application is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found based on the representations made in the Application and in the Husnick Declaration that (a) Kirkland does not hold or represent an interest adverse to the Debtors’ estates and (b) Kirkland is a “disinterested person” as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code; and the Court having found that the relief requested in the Application is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and the Court having found that the Debtors provided adequate and appropriate notice of the Application under the circumstances and that no other or further notice is required; and the Court having reviewed the Application; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation, it is ORDERED THAT:

1. The Debtors are authorized to retain and employ Kirkland as their attorneys effective as of the Petition Date in accordance with the terms and conditions set forth in the Application and in the Engagement Letter attached hereto as **Exhibit 1**, as modified by this Order.

2. Kirkland is authorized to provide the Debtors with the professional services as described in the Application and the Engagement Letter. Specifically, but without limitation, Kirkland will render the following legal services:

- a. advising the Debtors with respect to their powers and duties as debtors in possession in the continued management and operation of their businesses and properties;
- b. advising and consulting on their conduct during these chapter 11 cases, including all of the legal and administrative requirements of operating in chapter 11;
- c. attending meetings and negotiating with representatives of creditors and other parties in interest;
- d. taking all necessary actions to protect and preserve the Debtors' estates, including prosecuting actions on the Debtors' behalf, defending any action commenced against the Debtors, and representing the Debtors in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- e. preparing pleadings in connection with these chapter 11 cases, including motions, applications, answers, orders, reports, and papers necessary or otherwise beneficial to the administration of the Debtors' estates;
- f. representing the Debtors in connection with obtaining authority to continue using cash collateral and postpetition financing;
- g. advising the Debtors in connection with any potential sale of assets;
- h. appearing before the Court and any appellate courts to represent the interests of the Debtors' estates;
- i. advising the Debtors regarding tax matters;
- j. taking any necessary action on behalf of the Debtors to negotiate, prepare, and obtain approval of a disclosure statement and confirmation of a chapter 11 plan and all documents related thereto; and
- k. performing all other necessary legal services for the Debtors in connection with the prosecution of these chapter 11 cases, including: (i) analyzing the Debtors' leases and contracts and the assumption and assignment or rejection thereof; (ii) analyzing the validity of liens against the Debtors; and (iii) advising the Debtors on corporate and litigation matters.

3. Kirkland shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Bankruptcy Local Rules, and any other applicable procedures and orders of the Court. Kirkland also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"), both in connection with the Application and the interim and final fee applications to be filed by Kirkland in these chapter 11 cases.

4. Kirkland is authorized without further order of the Court to apply amounts from the prepetition advance payment retainer to compensate and reimburse Kirkland for fees or expenses incurred on or prior to the Petition Date consistent with its ordinary course billing practice. At the conclusion of Kirkland's engagement by the Debtors, if the amount of any advance payment retainer held by Kirkland is in excess of the amount of Kirkland's outstanding and estimated fees, expenses, and costs, Kirkland will pay to the Debtors the amount by which any advance payment retainer exceeds such fees, expenses, and costs, in each case in accordance with the Engagement Letter.

5. Notwithstanding anything to the contrary in the Application, the Engagement Letter, or the Declarations attached to the Application, the reimbursement provisions allowing the reimbursement of fees and expenses incurred in connection with participating in, preparing for, or responding to any action, claim, suit, or proceeding brought by or against any party that relates to the legal services provided under the Engagement Letter and fees for defending any objection to

Kirkland's fee applications under the Bankruptcy Code are not approved pending further order of the Court.

6. Notwithstanding anything to the contrary in the Application, the Engagement Letter, or the Declarations attached in the Applications, the "Client Waiver" of the right to object to fees and expenses once paid is not effective while the Client is a debtor-in-possession. The Client Waiver shall not be construed to limit, restrict, or impair, while Client is a debtor-in-possession, Client's responsibility to protect and conserve estate assets by reviewing and objecting to the allowance of professional fees in accordance with 11 U.S.C. §§ 330, 331, and 1106(a)(1) (incorporating sections 704(a)(5) and 704(a)(2)).

7. Kirkland shall not charge a markup to the Debtors with respect to fees billed by contract attorneys who are hired by Kirkland to provide services to the Debtors and shall ensure that any such contract attorneys are subject to conflict checks and disclosures in accordance with the requirements of the Bankruptcy Code and Bankruptcy Rules.

8. Kirkland shall provide ten-business-days' notice to the Debtors, the U.S. Trustee, and any official committee before any increases in the rates set forth in the Application or the Engagement Letter are implemented and shall file such notice with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

9. Kirkland shall use reasonable efforts to avoid any duplication of services provided by any of the Debtors' other retained professionals in these chapter 11 cases.

10. The Debtors and Kirkland are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

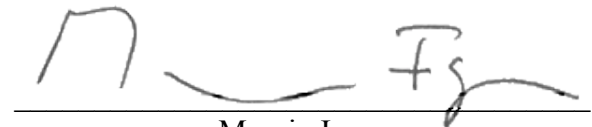
11. Notice of the Application as provided therein is deemed to be good and sufficient notice of such Application, and the requirements of the Bankruptcy Local Rules are satisfied by the contents of the Application.

12. To the extent the Application, the Husnick Declaration, the Lorentzos Declaration, or the Engagement Letter is inconsistent with this Order, the terms of this Order shall govern.

13. The terms and conditions of this Order are immediately effective and enforceable upon its entry.

14. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Signed: November 10, 2020



Marvin Isgur
United States Bankruptcy Judge

Exhibit C

Engagement Letter

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

Matthew R. Pacey, P.C.
To Call Writer Directly:
+1 713 836 3786
matt.pacey@kirkland.com

609 Main Street
Houston, TX 77002
United States

+1 713 836 3600

www.kirkland.com

Facsimile:
+1 713 836 3601

April 6, 2020

Mr. Nickolas Lorentzatos
Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, Texas 77002

Re: Retention to Provide Legal Services

Dear Niko:

We are very pleased that you have asked us to represent Oasis Petroleum Inc. and only those wholly or partially owned subsidiaries listed in an addendum or supplement to this letter (collectively, “Client”) in connection with a potential restructuring. Please note, the Firm’s representation is only of Client; the Firm does not and will not represent any direct or indirect shareholder, director, officer, partner, employee, affiliate, or joint venturer of Client or of any other entity.

General Terms. This retention letter (this “Agreement”) sets forth the terms of Client’s retention of Kirkland & Ellis LLP (and its affiliated entity Kirkland & Ellis International LLP (collectively, the “Firm”)) to provide legal services and constitutes an agreement between the Firm and Client (the “Parties”). This Agreement sets forth the Parties’ entire agreement for rendering professional services for the current matter, as well as for all other existing or future matters (collectively, the “Engagement”), except where the Parties otherwise agree in writing.

Fees. The Firm will bill Client for fees incurred at its regular hourly rates and in quarterly increments of an hour (or in smaller time increments as otherwise required by a court). The Firm reserves the right to adjust the Firm’s billing rates from time to time in the ordinary course of the Firm’s representation of Client. The Firm will undertake commercially reasonable efforts to promptly notify the Client of any changes to billing rates.

Although the Firm will attempt to estimate fees to assist Client in Client’s planning if requested, such estimates are subject to change and are not binding unless otherwise expressly and unequivocally stated in writing.

Expenses. Expenses related to providing services shall be included in the Firm’s statements as disbursements advanced by the Firm on Client’s behalf. Such expenses include photocopying, printing, scanning, witness fees, travel expenses, filing and recording fees, certain secretarial overtime, and other overtime expenses, postage, express mail, and messenger charges,

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deposition costs, computerized legal research charges, and other computer services, and miscellaneous other charges. Client shall pay directly (and is solely responsible for) certain larger costs, such as consultant or expert witness fees and expenses, and outside suppliers' or contractors' charges, unless otherwise agreed by the Parties. By executing this Agreement below, Client agrees to pay for all charges in accordance with the Firm's schedule of charges, a copy of which is attached hereto at Schedule 1, as revised from time to time.

Billing Procedures. Client may have the statement in any reasonable format it chooses, but the Firm will select an initial format for the statement unless Client otherwise requests in writing. Depending on the circumstances, however, estimated or summary statements may be provided, with time and expense details to follow thereafter.

Retainer. Client agrees to provide to the Firm an "advance payment retainer," as defined in Rule 1.15(c) of the Illinois Rules of Professional Conduct, *Dowling v. Chicago Options Assoc., Inc.*, 875 N.E.2d 1012, 1018 (Ill. 2007), and *In re Caesars Entm't Operating Co., Inc.*, No. 15-01145 (ABG) (Bankr. N.D. Ill. May 28, 2015) (and cases cited therein), in an amount to be agreed. In addition, Client agrees to provide one or more additional advance payment retainers upon request by the Firm so that the amount of any advance payment retainers remains at or above the Firm's estimated fees and expenses. The Firm may apply the advance payment retainers to any outstanding fees as services are rendered and to expenses as they are incurred. Client understands and acknowledges that any advance payment retainers are earned by the Firm upon receipt, any advance payment retainers become the property of the Firm upon receipt, Client no longer has a property interest in any advance payment retainers upon the Firm's receipt, any advance payment retainers will be placed in the Firm's general account and will not be held in a client trust account, and Client will not earn any interest on any advance payment retainers; provided, however, that solely to the extent required under applicable law, at the conclusion of the Engagement, if the amount of any advance payment retainers held by the Firm is in excess of the amount of the Firm's outstanding and estimated fees, expenses, and costs, the Firm will pay to Client the amount by which any advance payment retainers exceed such fees, expenses, and costs. Client further understands and acknowledges that the use of advance payment retainers is an integral condition of the Engagement, and is necessary to ensure that: Client continues to have access to the Firm's services; the Firm is compensated for its representation of Client; the Firm is not a pre-petition creditor in the event of a Restructuring Case; and that in light of the foregoing, the provision of the advance payment retainers is in Client's best interests. The fact that Client has provided the Firm with an advance payment retainer does not affect Client's right to terminate the client-lawyer relationship.

Please be advised that there is another type of retainer known as a "security retainer," as defined in *Dowling v. Chicago Options Assoc.*, 875 N.E.2d at 1018, and *In re Caesars Entm't Operating Co., Inc.*, No. 15-01145 (ABG) (Bankr. N.D. Ill. May 28, 2015) (and cases cited therein). A security retainer remains the property of the client until the lawyer applies it to charges for services that are actually rendered and expenses that are incurred. Any unearned funds are then returned to the client. In other circumstances not present here, the Firm would consider a security retainer and Client's funds would be held in the Firm's segregated client trust account until applied to pay fees and expenses. Funds in a security retainer, however, can be subject to claims of Client's

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creditors and, if taken by creditors, may leave Client unable to pay for ongoing legal services, which may result in the Firm being unable to continue the Engagement. Moreover, a security retainer creates clawback risks for the Firm in the event of an insolvency proceeding. The choice of the type of retainer to be used is Client's choice alone, but for the Engagement and for the reasons set forth above, the Firm is unwilling to represent Client in the Engagement without using the advance payment retainer.

Termination. The Engagement may be terminated by either Party at any time by written notice by or to Client. The Engagement will end at the earliest of (a) Client's termination of the Engagement, (b) the Firm's withdrawal, and (c) the substantial completion of the Firm's substantive work. If permission for withdrawal is required by a court, the Firm shall apply promptly for such permission, and termination shall coincide with the court order for withdrawal. If this Agreement or the Firm's services are terminated for any reason, such termination shall be effective only to terminate the Firm's services prospectively and all the other terms of this Agreement shall survive any such termination.

Upon cessation of the Firm's active involvement in a particular matter (even if the Firm continues active involvement in other matters on Client's behalf), the Firm will have no further duty to inform Client of future developments or changes in law as may be relevant to such matter. Further, unless the Parties mutually agree in writing to the contrary, the Firm will have no obligation to monitor renewal or notice dates or similar deadlines that may arise from the matters for which the Firm had been retained.

Cell Phone and E-Mail Communication. The Firm hereby informs Client and Client hereby acknowledges that the Firm's attorneys sometimes communicate with their clients and their clients' professionals and agents by cell telephone, that such communications are capable of being intercepted by others and therefore may be deemed no longer protected by the attorney-client privilege, and that Client must inform the Firm if Client does not wish the Firm to discuss privileged matters on cell telephones with Client or Client's professionals or agents.

The Firm hereby informs Client and Client hereby acknowledges that the Firm's attorneys sometimes communicate with their clients and their clients' professionals and agents by unencrypted e-mail, that such communications are capable of being intercepted by others and therefore may be deemed no longer protected by the attorney-client privilege, and that Client must inform the Firm if Client wishes to institute a system to encode all e-mail between the Firm and Client or Client's professionals or agents.

File Retention. All records and files will be retained and disposed of in compliance with the Firm's policy in effect from time to time. Subject to future changes, it is the Firm's current policy generally not to retain records relating to a matter for more than five years. Upon Client's prior written request, the Firm will return client records that are Client's property to Client prior to their destruction. It is not administratively feasible for the Firm to advise Client of the closing of a matter or the disposal of records. The Firm recommends, therefore, that Client maintain Client's own files for reference or submit a written request for Client's client files promptly upon conclusion of a matter. Notwithstanding anything to the contrary herein, Client acknowledges and

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agrees that any applicable privilege of Client (including any attorney-client and work product privilege or any duty of confidentiality) (collectively, the “Privileges”) belongs to Client alone and not to any successor entity (including without limitation the Client after a change in control or other similar restructuring or non-restructuring transaction (including without limitation a reorganized Client after the effective date of a plan of reorganization), whether through merger, asset or equity sale, business combination, or otherwise, irrespective of whether such transaction occurs in a Restructuring Case or on an out-of-court basis (in each case, a “Transaction”). Client hereby waives any right, title, and interest of such successor entity to all information, data, documents, or communications in any format covered by the Privileges that is in the possession of the Firm (“Firm Materials”), to the extent that such successor entity had any right, title, and interest to such Firm Materials. For the avoidance of doubt, Client agrees and acknowledges that after a Transaction, such successor entity shall have no right to claim or waive the Privileges or request the return of any such Firm Materials; instead, such Firm Materials shall remain in the Firm’s sole possession and control for its exclusive use, and the Firm will (a) not waive any Privileges or disclose the Firm Materials, (b) take all reasonable steps to ensure that the Privileges survive and remain in full force and effect, and (c) assert the Privileges to prevent disclosure of any Firm Materials.

Data Protection. You further agree that, if you provide us with personal data, you have complied with applicable data protection legislation and that we may process such personal data in accordance with our Data Transfer and Privacy Policy at www.kirkland.com. We process your personal data in order to (i) carry out work for you; (ii) share the data with third parties such as expert witnesses and other professional advisers if our work requires; (iii) comply with applicable laws and regulations and (iv) provide you with information relating to our Firm and its services.

Conflicts of Interest. As is customary for a law firm of the Firm’s size, there are numerous business entities, with which Client currently has relationships, that the Firm has represented or currently represents in matters unrelated to Client.

Further, in undertaking the representation of Client, the Firm wants to be fair not only to Client’s interests but also to those of the Firm’s other clients. Because Client is engaged in activities (and may in the future engage in additional activities) in which its interests may diverge from those of the Firm’s other clients, the possibility exists that one of the Firm’s current or future clients may take positions adverse to Client (including litigation or other dispute resolution mechanisms) in a matter in which such other client may have retained the Firm or one of Client’s adversaries may retain the Firm in a matter adverse to another entity or person.

In the event a present conflict of interest exists between Client and the Firm’s other clients or in the event one arises in the future, Client agrees to waive any such conflict of interest or other objection that would preclude the Firm’s representation of another client (a) in other current or future matters substantially unrelated to the Engagement or (b) other than during a Restructuring Case (as defined below), in other matters related to Client (such representation an “Allowed Adverse Representation”); *provided, however*, that, without the prior written consent of the Client, the Firm may not use confidential information of the Client in any representation of another client, whether or not the representation is an Allowed Adverse Representation. By way of example,

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such Allowed Adverse Representations might take the form of, among other contexts: litigation (including arbitration, mediation and other forms of dispute resolution); transactional work (including consensual and non-consensual merger, acquisition, and takeover situations, financings, and commercial agreements); counseling (including advising direct adversaries and competitors); and restructuring (including bankruptcy, insolvency, financial distress, recapitalization, equity and debt workouts, and other transactions or adversarial adjudicative proceedings related to any of the foregoing and similar matters).

Client also agrees that it will not, for itself or any other entity or person, assert that either (i) the Firm's representation of Client or any of Client's affiliates in any past, present, or future matter or (ii) the Firm's actual or possible possession of confidential information belonging to Client or any of Client's affiliates is a basis to disqualify the Firm from representing another entity or person in any Allowed Adverse Representation. Client further agrees that any Allowed Adverse Representation does not breach any duty that the Firm owes to Client or any of Client's affiliates. Client also agrees that the Firm's representation in the Engagement is solely of Client and that no member or other entity or person related to it (such as a shareholder, parent, subsidiary, affiliate, director, officer, partner, employee, or joint venturer) has the status of a client for conflict of interest purposes.

In addition, if a waiver of a conflict of interest necessary to allow the Firm to represent another client in a matter that is not substantially related to the Engagement is not effective for any reason, Client agrees that the Firm may withdraw from the Engagement. Should that occur, Client will not, for itself or any other entity or person, seek to preclude such termination of services or assert that either (a) the Firm's representation of Client or any of Client's affiliates in any past, present, or future matter or (b) the Firm's actual or possible possession of confidential information belonging to Client or any of Client's affiliates is a basis to disqualify the Firm from representing such other client or acting on such adverse matter.

It is important that you review this letter carefully and consider all of the advantages and disadvantages of waiving certain conflicts of interests that would otherwise bar the Firm from representing parties with interests adverse to you during the time in which the Firm is representing you. You also understand that because this waiver includes future issues and future clients that are unknown and unknowable at this time, it is impossible to provide you with any more details about those prospective clients and matters. Thus, in choosing to execute this waiver, you have recognized the inherent uncertainty about the array of potential matters and clients the Firm might take on in matters that are adverse to you but have nonetheless decided it is in your interest to waive conflicts of interest regarding the Allowed Adverse Representations and waive rights to prohibit the Firm's potential withdrawal should a conflict waiver prove ineffectual.

The Firm informs Client that certain entities owned by current or former Firm attorneys and senior staff ("attorney investment entities") have investments in funds or companies that may, directly or indirectly, be affiliated with Client, hold investments in Client's debt or equity securities, may be adverse to Client, or conduct commercial transactions with Client (each, a "Passive Holding"). The attorney investment entities are passive and have no management or other control rights in such funds or companies. The Firm notes that other persons may in the

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future assert that a Passive Holding creates, in certain circumstances, a conflict between the Firm's exercise of its independent professional judgment in rendering advice to Client and the financial interest of Firm attorneys participating in the attorney investment entities, and such other persons might seek to limit Client's ability to use the Firm to advise Client on a particular matter. While the Firm cannot control what a person might assert or seek, the Firm believes that the Firm's judgment will not be compromised by virtue of any Passive Holding. Please let us know if Client has any questions or concerns regarding the Passive Holdings. By executing this letter, Client acknowledges the Firm's disclosure of the foregoing.

Restructuring Cases. If it becomes necessary for Client to commence a restructuring case under chapter 11 of the U.S. Bankruptcy Code (a "Restructuring Case"), the Firm's ongoing employment by Client will be subject to the approval of the court with jurisdiction over the petition. If necessary, the Firm will take steps necessary to prepare the disclosure materials required in connection with the Firm's retention as lead restructuring counsel. In the near term, the Firm will begin conflicts checks on potentially interested parties as provided by Client.

If necessary, the Firm will prepare a preliminary draft of a schedule describing the Firm's relationships with certain interested parties (the "Disclosure Schedule"). The Firm will give Client a draft of the Disclosure Schedule once it is available. Although the Firm believes that these relationships do not constitute actual conflicts of interest, these relationships must be described and disclosed in Client's application to the court to retain the Firm.

If in the Firm's determination a conflict of interest arises in Client's Restructuring Case requiring separate conflicts counsel, then Client will be required to use separate conflicts counsel in those matters.

No Guarantee of Success. It is impossible to provide any promise or guarantee about the outcome of Client's matters. Nothing in this Agreement or any statement by Firm staff or attorneys constitutes a promise or guarantee. Any comments about the outcome of Client's matter are simply expressions of judgment and are not binding on the Firm.

Consent to Use of Information. In connection with future materials that, for marketing purposes, describe facets of the Firm's law practice and recite examples of matters the Firm handles on behalf of clients, Client agrees that, if those materials avoid disclosing Client's confidences and secrets as defined by applicable ethical rules, they may identify Client as a client only with Client's prior written consent, may contain factual synopses of Client's matters, and may indicate generally the results achieved.

Reimbursement of Fees and Expenses. Client agrees to promptly reimburse the Firm for all internal or external fees and expenses, including the amount of the Firm's attorney and paralegal time at normal billing rates, as incurred by the Firm in connection with participating in, preparing for, or responding to any action, claim, objection, suit, or proceeding brought by or against any third-party that relates to the legal services provided by the Firm under this Agreement. Without limiting the scope of the foregoing, and by way of example only, this paragraph extends to all such fees and expenses incurred by the Firm: in responding to document subpoenas, and preparing for

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and testifying at depositions and trials; and with respect to the filing, preparation, prosecution or defense of any applications by the Firm for approval of fees and expenses in a judicial, arbitral, or similar proceeding. Further, Client understands, acknowledges, and agrees that in connection with a Restructuring Case, if Client has not objected to the payment of a Firm invoice or to a Firm fee and expense application, has in fact paid such invoice, or has approved such fee and expense application, then Client waives its right (and the right of any successor entity as a result of a Transaction or otherwise) to subsequently object to the payment of fees and expenses covered by such invoice or fee application.

LLP. Kirkland & Ellis LLP is a limited liability partnership organized under the laws of Illinois, and Kirkland & Ellis International LLP is a limited liability partnership organized under the laws of Delaware. Pursuant to those statutory provisions, an obligation incurred by a limited liability partnership, whether arising in tort, contract or otherwise, is solely the obligation of the limited liability partnership, and partners are not personally liable, directly or indirectly, by way of indemnification, contribution, assessment or otherwise, for such obligation solely by reason of being or so acting as a partner.

Governing Law. This Agreement shall be governed by, and construed in accordance with, the laws of the State of Illinois, without giving effect to the conflicts of law principles thereof.

Miscellaneous. This Agreement sets forth the Parties' entire agreement for rendering professional services. It can be amended or modified only in writing and not orally or by course of conduct. Each Party signing below is jointly and severally responsible for all obligations due to the Firm and represents that each has full authority to execute this Agreement so that it is binding. This Agreement may be signed in one or more counterparts and binds each Party countersigning below, whether or not any other proposed signatory ever executes it. If any provision of this Agreement or the application thereof is held invalid or unenforceable, the invalidity or unenforceability shall not affect other provisions or applications of this Agreement which can be given effect without such provisions or application, and to this end the provisions of this Agreement are declared to be severable. Any agreement or waiver contained herein by Client extends to any assignee or successor in interest to Client, including without limitation the reorganized Client upon and after the effective date of a plan of reorganization in a Restructuring Case.

This Agreement is the product of arm's-length negotiations between sophisticated parties, and Client acknowledges that it is experienced with respect to the retention of legal counsel. Therefore, the Parties acknowledge and agree that any otherwise applicable rule of contract construction or interpretation which provides that ambiguities shall be construed against the drafter (and all similar rules of contract construction or interpretation) shall not apply to this Agreement. The Parties further acknowledge that the Firm is not advising Client with respect to this Agreement because the Firm would have a conflict of interest in doing so, and that Client has consulted (or had the opportunity to consult) with legal counsel of its own choosing. Client further acknowledges that Client has entered into this Agreement and agreed to all of its terms and conditions voluntarily and fully-informed, based on adequate information and Client's own

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independent judgment. The Parties further acknowledge that they intend for this Agreement to be effective and fully enforceable upon its execution and to be relied upon by the Parties.

* * *

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Please confirm your agreement with the arrangements described in this letter by signing the enclosed copy of this letter in the space provided below and returning it to us. Please understand that, if we do not receive a signed copy of this letter within twenty-one days, we will withdraw from representing you in this Engagement.

Very truly yours,

KIRKLAND & ELLIS LLP

By: 

Printed Name: Matthew R. Pacey, P.C.

Title: Partner

Agreed and accepted this _____ of March, 2020

OASIS PETROLEUM INC.

By: _____

Name: _____

Title: _____

Please confirm your agreement with the arrangements described in this letter by signing the enclosed copy of this letter in the space provided below and returning it to us. Please understand that, if we do not receive a signed copy of this letter within twenty-one days, we will withdraw from representing you in this Engagement.

Very truly yours,

KIRKLAND & ELLIS LLP

By: _____

Printed Name: Matthew R. Pacey, P.C.

Title: Partner

Agreed and accepted this 6th ^{April} of ~~March~~, 2020

OASIS PETROLEUM INC.

By: _____

Name: Nickolas J. Lorentzatos

Title: EVP + GC

Nickolas Lorentzatos

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KIRKLAND & ELLIS LLP

CLIENT-REIMBURSABLE EXPENSES AND OTHER CHARGES

Effective 01/01/2020

The following outlines Kirkland & Ellis LLP's ("K&E LLP") policies and standard charges for various services performed by K&E LLP and/or by other third parties on behalf of the client which are often ancillary to our legal services. Services provided by in-house K&E LLP personnel are for the convenience of our clients. Given that these services are often ancillary to our legal services, in certain instances it may be appropriate and/or more cost efficient for these services to be outsourced to a third-party vendor. If services are provided beyond those outlined below, pricing will be based on K&E LLP's approximate cost and/or comparable market pricing.

- **Duplicating, Reprographics and Printing:** Clients are not charged for photocopying, printing, and scanning done in the ordinary course of the Firm's representation of Client. The following list details K&E LLP's charges for duplicating, reprographics and printing services requested by Client:
 - ▶ Black and White Copy or Print (all sizes of paper):
 - \$0.16 per impression for all U.S. offices
 - €0.10 per impression in Munich
 - £0.15 per impression in London
 - HK\$1.50 per impression in Hong Kong
 - RMB1.00 per impression in Beijing and Shanghai
 - ▶ Color Copy or Print (all sizes of paper):
 - \$0.55 per impression
 - ▶ Scanned Images:
 - \$0.16 per page for black and white or color scans
 - ▶ Other Services:
 - CD/DVD Duplicating or Mastering - \$7/\$10 per CD/DVD
 - Binding - \$0.70 per binding
 - Large or specialized binders - \$13/\$27
 - Tabs - \$0.13 per item
 - OCR/File Conversion - \$0.03 per page
 - Large Format Printing - \$1.00 per sq. ft.
- **Secretarial and Word Processing:** Clients are not charged for secretarial and word processing activities incurred on their matters during standard business hours.
- **Overtime Charges:** Clients will be charged for overtime costs for secretarial and document services work if either (i) the client has specifically requested the after-hours work or (ii) the nature of the work being done for the client necessitates out-of-hours overtime and such work could not have been done during normal working

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hours. If these conditions are satisfied, costs for related overtime meals and transportation also will be charged.

- **Travel Expenses:** We charge clients our out-of-pocket costs for travel expenses including associated travel agency fees. We charge coach fares (business class for international flights) unless the client has approved business-class, first-class or an upgrade. K&E LLP personnel are instructed to incur only reasonable airfare, hotel and meal expenses. K&E LLP negotiates, uses, and passes along volume discount hotel and air rates whenever practicable. However, certain retrospective rebates may not be passed along.
- **Catering Charges:** Clients will be charged for any in-house catering service provided in connection with client matters.
- **Communication Expenses:** We do not charge clients for telephone calls or faxes made from K&E LLP's offices with the exception of third-party conference calls and videoconferences.

Charges incurred for conference calls, videoconferences, cellular telephones, and calls made from other third-party locations will be charged to the client at the actual cost incurred. Further, other telecommunication expenses incurred at third-party locations (e.g., phone lines at trial sites, Internet access, etc.) will be charged to the client at the actual cost incurred.

- **Overnight Delivery/Postage:** We charge clients for the actual cost of overnight and special delivery (e.g., Express Mail, FedEx, and DHL), and U.S. postage for materials mailed on the client's behalf. K&E LLP negotiates, uses, and passes along volume discount rates whenever practicable.
- **Messengers:** We charge clients for the actual cost of a third party vendor messenger.
- **Library Research Services:** Library Research staff provides research and document retrieval services at the request of attorneys, and clients are charged per hour for these services. Any expenses incurred in connection with the request, such as outside retrieval service or online research charges, are passed on to the client at cost, including any applicable discounts.
- **Online Research Charges:** K&E LLP charges for costs incurred in using third-party online research services in connection with a client matter. K&E LLP negotiates and uses discounts or special rates for online research services whenever possible and practicable and passes through the full benefit of any savings to the client based on actual usage.

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- **Inter-Library Loan Services:** Our standard client charge for inter-library loan services when a K&E LLP library employee borrows a book from an outside source is \$25 per title. There is no client charge for borrowing books from K&E LLP libraries in other cities or from outside collections when the title is part of the K&E LLP collection but unavailable.
- **Off-Site Legal Files Storage:** Clients are not charged for off-site storage of files unless the storage charge is approved in advance.
- **Electronic Data Storage:** K&E LLP will not charge clients for costs to store electronic data and files on K&E LLP's systems if the data stored does not exceed 100 gigabytes (GB). If the data stored for a specific client exceeds 100GB, K&E LLP will charge clients \$4.00 per month/per GB for all network data stored until the data is either returned to the client or properly disposed of. For e-discovery data on the Relativity platform, K&E LLP will also charge clients \$4.00 per month/per GB until the data is either returned to the client or properly disposed of.
- **Calendar Court Services:** Our standard charge is \$25 for a court filing and other court services or transactions.
- **Supplies:** There is no client charge for standard office supplies. Clients are charged for special items (e.g., a minute book, exhibit tabs/indexes/dividers, binding, etc.) and then at K&E LLP's actual cost.
- **Contract Attorneys and Contract Non-Attorney Billers:** If there is a need to utilize a contract attorney or contract non-attorney on a client engagement, clients will be charged a standard hourly rate for these billers unless other specific billing arrangements are agreed between K&E LLP and client.
- **Expert Witnesses, Experts of Other Types, and Other Third Party Consultants:** If there is a need to utilize an expert witness, expert of other type, or other third party consultant such as accountants, investment bankers, academicians, other attorneys, etc. on a client engagement, clients will be requested to retain or pay these individuals directly unless specific billing arrangements are agreed between K&E LLP and client.
- **Third Party Expenditures:** Third party expenditures (e.g., corporate document and lien searches, lease of office space at Trial location, IT equipment rental, SEC and regulatory filings, etc.) incurred on behalf of a client, will be passed through to the client at actual cost. If the invoice exceeds \$50,000, it is K&E LLP's policy that wherever possible such charges will be directly billed to the client. In those circumstances where this is not possible, K&E LLP will seek reimbursement from our client prior to paying the vendor.

Nickolas Lorentzatos

April 6, 2020

Page No. 4

Unless otherwise noted, charges billed in foreign currencies are determined annually based on current U.S. charges at an appropriate exchange rate.

Addendum 1: List of Client Subsidiaries

Oasis Petroleum LLC

Oasis Petroleum North America LLC

Oasis Petroleum Permian LLC

Oasis Petroleum Marketing LLC

Oasis Well Services LLC

OMS Holdings LLC

OMP GP LLC

Oasis Midstream Services LLC

Oasis Midstream Partners LP

OMP Operating LLC

Panther DevCo LLC

Bighorn DevCo LLC

Bobcat DevCo LLC

Beartooth DevCo LLC

Exhibit D

Budget and Staffing Plan

Budget and Staffing Plan

**(For Matter Categories for the Period Beginning on
September 30, 2020 and Ending on November 30, 2020)**

Budget

Matter Number	Project Category Description	Hours Budgeted	Total Compensation Budgeted
2	Chapter 11 Filing & First Day Preparation	432 - 540	\$385,000 - \$481,000
3	Adversary Proc. & Contested Matters	234 - 293	\$210,000 - \$263,000
4	Automatic Stay Matters	195 - 244	\$175,000 - \$219,000
5	Business Operations	326 - 408	\$297,500 - \$372,000
6	Case Administration	206 - 258	\$175,000 - \$219,000
7	DIP and Cash Collateral	907 - 1,134	\$840,000 - \$1,050,000
8	Cash Management	252 - 315	\$210,000 - \$263,000
9	Corporate Governance and Securities Matters	418 - 523	\$385,000 - \$481,000
10	Vendor and Creditor Communications	492 - 615	\$385,000 - \$481,000
11	Disclosure Statement, Plan, Confirmation	1,910 - 2,388	\$1,750,000 - \$2,188,000
12	Employee Matters	248 - 310	\$210,000 - \$263,000
13	Executory Contracts and Unexpired Leases	309 - 386	\$280,000 - \$350,000
14	Hearings	369 - 461	\$350,000 - \$438,000
15	Insurance and Surety Matters	176 - 220	\$157,500 - \$197,000
16	Retention & Fee Application	596 - 745	\$490,000 - \$613,000
17	Tax Matters	168 - 210	\$157,500 - \$197,000
18	Non-Working Travel	-	-
19	U.S. Trustee Communications	235 - 294	\$210,000 - \$263,000
20	Use, Sale, and Disposition of Property	201 - 251	\$175,000 - \$219,000
21	Utilities	188 - 235	\$157,500 - \$197,000
22	Expenses	-	-
Total		7,862 - 9,828	\$7,000,000 - \$8,754,000

Staffing Plan

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter Categories During the Budget Period	Average Hourly Rate¹
Partner	13	\$1,405
Associate	21	\$933
Legal Assistant	2	\$393
Project Assistant	2	\$248
Total	38	\$890

¹ The Average Hourly Rate is a weighted average based on the individual hourly rate of, and projected number of hours worked by, each timekeeper over the course of the chapter 11 cases.

Exhibit E

Voluntary Rate Disclosures

- The blended hourly rate for all K&E domestic timekeepers (including both professionals and paraprofessionals) who billed to non-bankruptcy matters (collectively, the “Non-Bankruptcy Matters”)¹ during the 12-month period beginning on November 2019 and ending on October 2020 (the “Comparable Period”) was, in the aggregate, approximately **\$971.96** per hour (the “Non-Bankruptcy Blended Hourly Rate”).²
- The blended hourly rate for all K&E timekeepers (including both professionals and paraprofessionals) who billed to the Debtors during the Fee Period was approximately **\$971.55** per hour (the “Debtor Blended Hourly Rate”).³
- A detailed comparison of these rates is as follows:

Position at K&E	Debtor Blended Hourly Rate for This Fee Application	Non-Bankruptcy Blended Hourly Rate
Partners	1,243.24	1,323.87
Of Counsel	-	1,046.32
Contract Attorney	820.18	823.26
Visiting Attorney	-	-
Law Clerk	-	601.58
Associates	-	340.74
Paralegal	389.07	383.82
Junior Paralegal	275.00	251.72
Support Staff	444.42	324.71
Attorneys & Paraprofessionals	971.55	971.96

¹ It is the nature of K&E’s practice that certain non-bankruptcy engagements require the advice and counsel of professionals and paraprofessionals who work primarily within K&E’s Restructuring Group. Accordingly, “Non-Bankruptcy Matters” consist of matters for which K&E domestic timekeepers represented a client in a matter other than an in-court bankruptcy proceeding. Moreover, the Non-Bankruptcy Matters include time billed by K&E domestic timekeepers who work primarily within K&E’s Restructuring Group.

² K&E calculated the blended rate for Non-Bankruptcy Matters by dividing the *total dollar amount* billed by K&E domestic timekeepers to the Non-Bankruptcy Matters during the Comparable Period by the *total number of hours* billed by K&E domestic timekeepers to the Non-Bankruptcy Matters during the Comparable Period.

³ K&E calculated the blended rate for timekeepers who billed to the Debtors by dividing the *total dollar amount billed* by such timekeepers during the Fee Period by the *total number of hours billed* by such timekeepers during the Fee Period.

Exhibit F

Summary of Total Fees Incurred and Hours Billed During the Fee Period

Attorney Name	Position	Department	Date of Admission	Fees Billed In this Application	Hours Billed In this Application	Number of Rate Increases	Hourly Rate Billed		Fees Billed In this Application
							In this Application	In this Application	
Douglas E. Bacon, P.C.	Partner	Corporate - M&A/Private Equity	2002	\$11,960.00	8.00	N/A	\$1,495.00	\$1,495.00	\$11,960.00
Will W. Bos, P.C.	Partner	Corporate - Debt Finance	2003	\$17,922.00	11.60	N/A	\$1,545.00	\$1,545.00	\$17,922.00
Mark Dundon, P.C.	Partner	Taxation	2008	\$,248.00	6.80	N/A	\$1,360.00	\$1,360.00	\$9,248.00
Jeremy A. Fielding, P.C.	Partner	Litigation - General	2003	\$21,626.50	16.70	N/A	\$1,295.00	\$1,295.00	\$21,626.50
Rob Fowler, P.C.	Partner	Executive Compensation	1996	\$ 21,819.50	15.10	N/A	\$1,445.00	\$1,445.00	\$21,819.50
Chad J. Husnick, P.C.	Partner	Restructuring	2004	\$31,102.50	19.50	N/A	\$1,595.00	\$1,595.00	\$31,102.50
Shaun J. Mathew, P.C.	Partner	Corporate - M&A/Private Equity	2008	\$20,655.00	17.00	N/A	\$1,215.00	\$1,215.00	\$20,655.00
Matt Pacey, P.C.	Partner	Corporate - Capital Markets	2002	\$70,452.00	45.60	N/A	\$1,545.00	\$1,545.00	\$70,452.00
Anna G. Rotman, P.C.	Partner	Litigation - General	2004	\$997.50	0.70	N/A	\$1,425.00	\$1,425.00	\$997.50
Brian Schartz, P.C.	Partner	Restructuring	2008	\$697.50	0.50	N/A	\$1,395.00	\$1,395.00	\$697.50
Rahul D. Vashi, P.C.	Partner	Corporate - M&A/Private Equity	2010	\$9,487.50	7.50	N/A	\$1,265.00	\$1,265.00	\$9,487.50
Benjamin J. Adelson	Partner	Corporate - M&A/Private Equity	2016	\$15,145.00	13.00	N/A	\$1,165.00	\$1,165.00	\$15,145.00
Robert S. Fleishman	Partner	Energy Regulatory	1980	\$2,252.50	1.70	N/A	\$1,325.00	\$1,325.00	\$2,252.50
AnnElyse Scarlett Gains	Partner	Restructuring	2014	\$199,760.00	176.00	N/A	\$1,135.00	\$1,135.00	\$199,760.00
Susan D. Golden	Partner	Restructuring	1988	\$2,115.00	1.80	N/A	\$1,175.00	\$1,175.00	\$2,115.00
Melissa Renae Grim	Partner	Employee Benefits	2006	871.50	0.70	N/A	\$1,245.00	\$1,245.00	\$871.50
Lance Kurtis Hancock	Partner	Corporate - Capital Markets	2015	\$142,896.50	125.90	N/A	\$1,135.00	\$1,135.00	\$142,896.50
Jonathan E. Kidwell	Partner	Environment - Transactional	2009	\$617.50	0.50	N/A	\$1,235.00	\$1,235.00	\$617.50
R.D. Kohut	Partner	Labor & Employment	2004	\$3,877.50	3.30	N/A	\$1,175.00	\$1,175.00	\$3,877.50
John R. Luze	Partner	Restructuring	2013	\$72,413.00	63.80	N/A	\$1,135.00	\$1,135.00	\$72,413.00
Kimberly Perdue	Partner	Corporate - Debt Finance	2006	\$209,862.00	157.20	N/A	\$1,335.00	\$1,335.00	\$209,862.00
Michael Wayne Rigdon	Partner	Corporate - Capital Markets	2011	\$56,517.50	48.10	N/A	\$1,175.00	\$1,175.00	\$56,517.50
Carleigh Trappe Rodriguez	Partner	Environment - Transactional	2013	\$2,497.00	2.20	N/A	\$1,135.00	\$1,135.00	\$2,497.00
Drue A. Santora	Partner	Corporate - Derivatives	2012	\$14,100.00	12.00	N/A	\$1,175.00	\$1,175.00	\$14,100.00

Attorney Name	Position	Department	Date of Admission	Fees Billed In this Application	Hours Billed In this Application	Number of Rate Increases	Hourly Rate Billed		Fees Billed In this Application
							In this Application	In this Application	
Michael K. Bassi	Associate	Corporate - General	2019	\$77,626.00	104.90	N/A	\$740.00	\$740.00	\$77,626.00
Isaac Bate	Associate	Corporate - M&A/Private Equity	2018	\$7,943.00	9.40	N/A	\$845.00	\$845.00	\$7,943.00
Tyler Burgess	Associate	Environment - Transactional	2014	\$2,450.50	2.90	N/A	\$845.00	\$845.00	\$2,450.50
Spencer Caldwell-McMillan	Associate	Restructuring	2019	\$49,517.00	58.60	N/A	\$845.00	\$845.00	\$49,517.00
Kate Deming Cavanaugh	Associate	Corporate - Debt Finance	2017	\$84,823.50	87.90	N/A	\$965.00	\$965.00	\$84,823.50
Victoria Chang	Associate	Taxation	2019	\$13,266.50	16.90	N/A	\$785.00	\$785.00	\$13,266.50
Austin J. Del Priore	Associate	Litigation - General	2020	\$2,379.00	3.90	N/A	\$610.00	\$610.00	\$2,379.00
Carmen Dingman	Associate	Restructuring	Pending	\$20,374.00	33.40	N/A	\$610.00	\$610.00	\$20,374.00
Austin S. Elliott	Associate	Corporate - Capital Markets	2018	\$29,406.00	34.80	N/A	\$845.00	\$845.00	\$29,406.00
Brandon Conrad Elliott	Associate	Corporate - Debt Finance	2015	\$58,590.00	54.00	N/A	\$1,085.00	\$1,085.00	\$58,590.00
Brian Guerinot	Associate	Corporate - General	2019	\$5,180.00	7.00	N/A	\$740.00	\$740.00	\$5,180.00
Lance Kurtis Hancock	Associate	Corporate - Capital Markets	2015	\$4,767.00	4.20	N/A	\$1,135.00	\$1,135.00	\$4,767.00
Alex Hevia	Associate	Restructuring	2017	\$86,190.00	102.00	N/A	\$845.00	\$845.00	\$86,190.00
Ed Hossain	Associate	Corporate - General	2020	\$5,994.00	8.10	N/A	\$740.00	\$740.00	\$5,994.00
Elizabeth Helen Jones	Associate	Restructuring	2018	\$75,480.00	102.00	N/A	\$740.00	\$740.00	\$75,480.00
Ammaar Joya	Associate	Energy Regulatory	2016	\$2,664.00	3.60	N/A	\$740.00	\$740.00	\$2,664.00
John Kleinjan	Associate	Executive Compensation	2017	\$10,557.00	10.20	N/A	\$1,035.00	\$1,035.00	\$10,557.00
John R. Luze	Associate	Restructuring	2013	\$9,874.50	8.70	N/A	\$1,135.00	\$1,135.00	\$9,874.50
Rebecca J. Marston	Associate	Restructuring	Pending	\$29,341.00	48.10	N/A	\$610.00	\$610.00	\$29,341.00
Ryan D. McNamara	Associate	Corporate - General	2019	\$10,508.00	14.20	N/A	\$740.00	\$740.00	\$10,508.00
Danny Nappier	Associate	Corporate - M&A/Private Equity	2015	\$33,418.00	30.80	N/A	\$1,085.00	\$1,085.00	\$33,418.00
Sara Phipps	Associate	Corporate - General	Pending	\$17,934.00	29.40	N/A	\$610.00	\$610.00	\$17,934.00
Ashley Pincock	Associate	Corporate - General	2020	\$28,487.00	46.70	N/A	\$610.00	\$610.00	\$28,487.00
Michael Schlinkert	Associate	Corporate - Debt Finance	2018	\$38,194.00	45.20	N/A	\$845.00	\$845.00	\$38,194.00
Jaclyn Schruhl	Associate	Labor & Employment	2017	\$2,619.00	2.70	N/A	\$970.00	\$970.00	\$2,619.00
Joe Tobias	Associate	Taxation	2015	\$11,766.50	10.10	N/A	\$1,165.00	\$1,165.00	\$11,766.50
Cem Uyar	Associate	Corporate - Debt Finance	2019	\$73,768.50	87.30	N/A	\$845.00	\$845.00	\$73,768.50
Total for Attorneys				\$1,732,011.00	1,722.20				

Paraprofessional Name	Position	Department	Date of Admission	Fees Billed In this Application	Hours Billed In this Application	Number of Rate Increases	Hourly Rate Billed		Fees Billed In this Application
							In this Application	In this Application	
Joanna Aybar	Paralegal	Restructuring	N/A	\$12,478.00	36.70	N/A	\$340.00	\$340.00	\$12,478.00
Robert Orren	Paralegal	Restructuring	N/A	\$14,106.50	31.70	N/A	\$445.00	\$445.00	\$14,106.50
Henry Rosas	Paralegal	Corporate - Debt Finance	N/A	\$222.50	0.50	N/A	\$445.00	\$445.00	\$222.50
Leo Rosenberg	Junior Paralegal	Restructuring	N/A	\$192.50	0.70	N/A	\$275.00	\$275.00	\$192.50
Library Factual Research	Research Specialist	Administrative Mgt - Office	N/A	\$937.50	2.50	N/A	\$375.00	\$375.00	\$937.50
Michael Y. Chan	Conflicts Analyst	Conflicts Analysis	N/A	\$397.50	1.50	N/A	\$265.00	\$265.00	\$397.50
Bryan Musick	Landman, Corp	Corporate - M&A/Private Equity	N/A	\$13,537.50	28.50	N/A	\$475.00	\$475.00	\$13,537.50
Arisa Scott	Conflicts Analyst	Conflicts Analysis	N/A	\$460.00	2.00	N/A	\$230.00	\$230.00	\$460.00
Total for Paraprofessionals				\$42,332.00	104.10				
Grand Total of Fees				1,774,343.00	1,826.30				

Exhibit G

Summary of Actual and Necessary Expenses for the Fee Period

Summary of Actual and Necessary Expenses for the Fee Period

Expense	Vendor (if any)	Unit Cost (if applicable)	Amount
Third Party Telephone Charges	Intrado Enterprise Collaboration Inc.		\$691.51
Standard Copies or Prints	Internal (Kirkland & Ellis LLP)		\$131.36
Color Copies or Prints	Internal (Kirkland & Ellis LLP)		\$143.00
Outside Messenger Services	Special Delivery Service, Inc.		\$22.28
Filing Fees			\$69,197.43
Catering Expenses	Flik		\$11.00
Outside Retrieval Service	CSC		\$3,062.93
Computer Database Research	Chapter 11 Dockets		\$283.00
Westlaw Research	Thomson Reuters - West Publishing Corp.		\$410.04
Overtime Transportation			\$7.70
Overtime Meals - Attorney	Seamless		\$77.84
Document Services Overtime	Internal (Kirkland & Ellis LLP)		\$624.35
Overnight Delivery - Hard	Federal Express		\$33.30
Computer Database Research - Soft	Pacer		\$10.50
Totals			\$74,706.24

Exhibit H

Summary of Fees and Expenses by Matter for the Fee Period

Matter Number	Project Category Description	Hours		Total Compensation	
		Budgeted	Billed	Budgeted	Billed
2	Chapter 11 Filing and First Day Preparation	432 - 540	78.60	\$385,000 - \$481,000	\$65,440.00
4	Automatic Stay Matters	195 - 244	12.60	\$175,000 - \$219,000	\$12,188.00
5	Business Operations	326 - 408	63.30	\$297,500 - \$372,000	\$69,725.50
6	Case Administration	206 - 258	72.80	\$175,000 - \$219,000	\$55,706.50
7	DIP and Cash Collateral	907 - 1,134	513.70	\$840,000 - \$1,050,000	\$523,226.50
9	Corporate Governance and Securities Matters	418 - 523	495.00	\$385,000 - \$481,000	\$502,525.00
10	Vendor and Creditor Communications	492 - 615	8.60	\$385,000 - \$481,000	\$6,529.50
11	Disclosure Statement, Plan, Confirmation	1,910 - 2,388	357.40	\$1,750,000 - \$2,188,000	\$328,568.50
12	Employee Matters	248 - 310	26.00	\$210,000 - \$263,000	\$32,025.50
13	Executory Contracts and Unexpired Leases	309 - 386	47.70	\$280,000 - \$350,000	\$46,968.00
14	Hearings	369 - 461	72.80	\$350,000 - \$438,000	\$61,026.00
15	Insurance and Surety Matters	176 - 220	5.30	\$157,500 - \$197,000	\$5,911.50
16	Retention & Fee Application	596 - 745	51.00	\$490,000 - \$613,000	\$42,940.50
17	Tax Matters	168 - 210	13.20	\$157,500 - \$197,000	\$14,973.50
19	U.S. Trustee Communications	235 - 294	0.90	\$210,000 - \$263,000	\$1,021.50
20	Use, Sale, and Disposition of Property	201 - 251	4.90	\$175,000 - \$219,000	\$3,106.50
21	Utilities	188 - 235	2.50	\$157,500 - \$197,000	\$2,460.50
22	Expenses	-	-	-	-
Totals		7,862 - 9,828	1,826.30	\$7,000,000 - \$8,754,000	\$1,774,343.00

Exhibit I

Detailed Description of Services Provided

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037454

Client Matter: 48745-2

In the Matter of Chapter 11 Filing & First Day Preparation

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 65,440.00

Total legal services rendered

\$ 65,440.00

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Chapter 11 Filing & First Day Preparation

Invoice Number: 1050037454
 Matter Number: 48745-2

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Benjamin J. Adelson	1.00	1,165.00	1,165.00
Joanna Aybar	5.80	340.00	1,972.00
Michael K. Bassi	0.20	740.00	148.00
Spencer Caldwell-McMillan	16.20	845.00	13,689.00
AnnElyse Scarlett Gains	15.30	1,135.00	17,365.50
Susan D. Golden	0.50	1,175.00	587.50
Brian Guerinot	1.00	740.00	740.00
Alex Hevia	9.10	845.00	7,689.50
Ed Hossain	0.50	740.00	370.00
Chad J. Husnick, P.C.	1.90	1,595.00	3,030.50
Elizabeth Helen Jones	12.50	740.00	9,250.00
John R. Luze	2.40	1,135.00	2,724.00
Danny Nappier	2.00	1,085.00	2,170.00
Robert Orren	10.20	445.00	4,539.00
TOTALS	78.60		\$ 65,440.00

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Chapter 11 Filing & First Day Preparation

Invoice Number: 1050037454
 Matter Number: 48745-2

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Benjamin J. Adelson	1.00	Correspond with K&E team, A. Gains re filing matters (.2); telephone conference with K&E team, A. Gains re first day motions (.8).
09/30/20	Joanna Aybar	5.80	Assist with chapter 11 filings (3.0); index first day pleadings (1.7); correspond with K&E team and A. Gains re same (.3); index entered orders (.7); correspond with K&E team re same (.1).
09/30/20	Michael K. Bassi	0.20	Telephone conference with K&E team, A. Gains re first day motions.
09/30/20	Spencer Caldwell-McMillan	16.20	File chapter 11 cases and related preparation (6.1); revise first day presentation (2.3); prepare for first day hearing (3.4); revise first day presentation re C. Husnick comments (1.2); correspond with C. Husnick and J. Luze re same (.2); revise first day orders (2.7); correspond with Company and A. Gains re same (.3).
09/30/20	AnnElyse Scarlett Gains	15.30	Review, revise, analyze issues re contingency planning and filing (5.4); correspond and conference with K&E team, E. Jones, advisors, Company re same (.8); prepare and finalize documents for filing (2.3); review and sign off re same (1.2); prepare for first day hearing (2.1); conference with Company re same (.4); review and revise orders re first day hearing comments (1.9); correspond with Company re same (.3); review and finalize notices for service and publication (.4); correspond with K&E team, A. Hevia re same (.5).
09/30/20	Susan D. Golden	0.50	Telephone conference and correspond with A. Hevia re notices of commencement, NOLs, scheduling (.3); facilitate publication of same (.2).
09/30/20	Brian Guerinot	1.00	Draft and revise first day motions for filing.
09/30/20	Alex Hevia	4.20	Review and revise first day pleadings to be filed (3.9); coordinate solicitation for equity ballots (.3).
09/30/20	Alex Hevia	4.90	Prepare for first day hearing (3.7); research and analyze precedent re same (1.2).

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Chapter 11 Filing & First Day Preparation

Invoice Number: 1050037454
 Matter Number: 48745-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Ed Hossain	0.50	Prepare and file motions.
09/30/20	Chad J. Husnick, P.C.	1.90	Correspond with K&E team, A. Gains and Company re first day hearing.
09/30/20	Elizabeth Helen Jones	11.40	Prepare first day motions for filing (4.0); file same (1.7); prepare for first day hearing (3.2); review transcripts re same (1.8); revise first day motions (.7).
09/30/20	Elizabeth Helen Jones	1.10	Revise suggestions of bankruptcy (.4); correspond with A. Gains, Company re same (.7).
09/30/20	John R. Luze	0.30	Conference with Company and K&E team re first day hearing outcome.
09/30/20	John R. Luze	2.10	Prepare for first day hearing re debtor in possession motion (.7); prepare for first day hearing re hedging motion (.8); review, revise debtor in possession and hedging orders for submission to chambers (.6).
09/30/20	Danny Nappier	2.00	Revise Oasis form 8-K re filing (.5); revise first day motions and declarations (.5); participate in telephone conference with K&E team re filings (1.0).
09/30/20	Robert Orren	10.20	Prepare pleadings for bankruptcy filing (2.8); revise same (1.9); prepare for first day hearing (2.9); prepare conference for telephonic first day hearing (.4); monitor same (.6); correspond with K&E team, A. Gains re same (.3); distribute calendar notifications for hearings to K&E team (.3); review orders entered from first day hearing (.8); correspond with K&E team, A. Gains re same (.2).
Total		78.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037455

Client Matter: 48745-4

In the Matter of Automatic Stay Matters

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 12,188.00

Total legal services rendered

\$ 12,188.00

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Automatic Stay Matters

Invoice Number: 1050037455
Matter Number: 48745-4

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joanna Aybar	1.60	340.00	544.00
Spencer Caldwell-McMillan	1.90	845.00	1,605.50
AnnElyse Scarlett Gains	8.10	1,135.00	9,193.50
Alex Hevia	1.00	845.00	845.00
TOTALS	12.60		\$ 12,188.00

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Automatic Stay Matters

Invoice Number: 1050037455
 Matter Number: 48745-4

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/08/20	Spencer Caldwell-McMillan	0.40	Correspond with A. Gains re automatic stay issues.
10/09/20	AnnElyse Scarlett Gains	1.30	Review correspondence from K&E team and Company re lift stay request (.9); conference with counterparty and Company re same (.4).
10/10/20	AnnElyse Scarlett Gains	0.50	Analyze lift stay request.
10/13/20	AnnElyse Scarlett Gains	0.30	Conference with Company re lift stay issues.
10/14/20	AnnElyse Scarlett Gains	1.10	Conference with litigation counterparty re automatic stay (.7); correspond with Company re same (.4).
10/16/20	AnnElyse Scarlett Gains	2.10	Review automatic stay issues.
10/26/20	AnnElyse Scarlett Gains	0.40	Review, revise automatic stay letter.
11/03/20	AnnElyse Scarlett Gains	1.20	Analyze lift stay motion (.8); correspond with K&E team re same (.4).
11/04/20	Joanna Aybar	1.60	Shell precedent objection re automatic stay (1.5); correspond with A. Hevia re same (.1).
11/04/20	Spencer Caldwell-McMillan	1.50	Research re automatic stay issues.
11/04/20	AnnElyse Scarlett Gains	1.20	Conference with counterparty re lift stay (.4); analyze issues re same (.3); correspond with Company re same (.5).
11/04/20	Alex Hevia	1.00	Draft response to relief from stay motions (.8); correspond and conference with S. Caldwell-McMillan re same (.2).
Total		12.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037456

Client Matter: 48745-5

In the Matter of Business Operations

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 69,725.50

Total legal services rendered

\$ 69,725.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Business Operations

Invoice Number: 1050037456
 Matter Number: 48745-5

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joanna Aybar	0.60	340.00	204.00
Isaac Bate	6.40	845.00	5,408.00
Spencer Caldwell-McMillan	0.30	845.00	253.50
Kate Deming Cavanaugh	2.80	965.00	2,702.00
Mark Dundon, P.C.	0.30	1,360.00	408.00
Austin S. Elliott	0.20	845.00	169.00
Brandon Conrad Elliott	2.30	1,085.00	2,495.50
Jeremy A. Fielding, P.C.	3.10	1,295.00	4,014.50
Robert S. Fleishman	0.20	1,325.00	265.00
AnnElyse Scarlett Gains	16.00	1,135.00	18,160.00
Brian Guerinot	0.20	740.00	148.00
Lance Kurtis Hancock	2.70	1,135.00	3,064.50
Alex Hevia	1.80	845.00	1,521.00
Chad J. Husnick, P.C.	1.90	1,595.00	3,030.50
Elizabeth Helen Jones	2.70	740.00	1,998.00
Ammaar Joya	1.20	740.00	888.00
R.D. Kohut	0.50	1,175.00	587.50
John R. Luze	2.30	1,135.00	2,610.50
Rebecca J. Marston	0.60	610.00	366.00
Shaun J. Mathew, P.C.	0.50	1,215.00	607.50
Ryan D. McNamara	0.20	740.00	148.00
Bryan Musick	1.00	475.00	475.00
Danny Nappier	1.00	1,085.00	1,085.00
Matt Pacey, P.C.	1.80	1,545.00	2,781.00
Kimberly Perdue	5.20	1,335.00	6,942.00
Michael Wayne Rigdon	0.40	1,175.00	470.00
Drue A. Santora	0.20	1,175.00	235.00
Joe Tobias	0.40	1,165.00	466.00
Rahul D. Vashi, P.C.	6.50	1,265.00	8,222.50
TOTALS	63.30		\$ 69,725.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Business Operations

Invoice Number: 1050037456
 Matter Number: 48745-5

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	John R. Luze	0.50	Conference with Company re midstream issues (.3); review and analyze issues re same (.2).
10/01/20	AnnElyse Scarlett Gains	0.80	Correspond and conference with K&E team, J. Luze, and Company re run of show.
10/01/20	Lance Kurtis Hancock	0.20	Participate in weekly telephone conference with Company and K&E team re work streams and case status.
10/01/20	Alex Hevia	0.50	Correspond and conference with A. Gains, K&E team re case status and post-filing workstreams.
10/01/20	Elizabeth Helen Jones	0.50	Telephone conference with A. Gains, K&E team, Company, Alix re run of show.
10/01/20	Matt Pacey, P.C.	0.20	Participate in status telephone conferences with K&E team, A. Gains and Company re process updates.
10/01/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with K&E team, A. Gains, Company re work in process updates.
10/02/20	Shaun J. Mathew, P.C.	0.50	Telephone conference with K&E team, A. Gains, Company re case status.
10/05/20	Mark Dundon, P.C.	0.30	Telephone conference with all advisors, K&E team, A. Gains, Company re case update.
10/05/20	Lance Kurtis Hancock	0.30	Participate in weekly telephone conference with K&E team, A. Gains, advisors and Company.
10/05/20	Chad J. Husnick, P.C.	0.30	Correspond and conference with K&E team, J. Luze, Company re restructuring strategy and next steps.
10/05/20	Ryan D. McNamara	0.20	Prepare for and participate in weekly advisor telephone conference with K&E team, A. Gains and Company.
10/05/20	Kimberly Perdue	0.30	Participate in weekly advisor telephone conference with K&E team, A. Gains and Company re workstream updates.
10/05/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with advisors, K&E team, A. Gains, Company re weekly updates.
10/06/20	Spencer Caldwell-McMillan	0.30	Telephone conference re work in process with K&E team, A. Gains and Company.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Business Operations

Invoice Number: 1050037456
 Matter Number: 48745-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/20	Kate Deming Cavanaugh	0.50	Participate and take notes on small group call with K&E team and Company re process updates.
10/06/20	Brandon Conrad Elliott	0.50	Participate in telephone conference with K&E team, A. Gains, Company re status of transaction.
10/06/20	AnnElyse Scarlett Gains	2.40	Correspond and conference with K&E team, E. Jones, Company, Alix re bankruptcy work streams and operations (1.6); analyze strategy re same (.8).
10/06/20	Lance Kurtis Hancock	1.00	Prepare for and participate in telephone conference with K&E team, A. Gains, Company re process updates.
10/06/20	Elizabeth Helen Jones	0.40	Telephone conference with K&E team, A. Gains, Company, Alix re post-filing work streams.
10/06/20	Matt Pacey, P.C.	0.60	Participate in weekly status telephone conferences with K&E team, A. Gains and Company re workstream update.
10/06/20	Kimberly Perdue	0.50	Prepare for and attend weekly update telephone conference with K&E team, A. Gains and Company re workstream update.
10/07/20	Jeremy A. Fielding, P.C.	0.80	Telephone conference with Oasis team re evidence and witnesses for intercompany payments motion hearing.
10/07/20	AnnElyse Scarlett Gains	0.40	Correspond and conference with K&E team, Company re bankruptcy work stream update.
10/07/20	Danny Nappier	0.20	Participate in telephone conference with AlixPartners and K&E team, A. Gains re Intercompany Motion preparation.
10/08/20	Kate Deming Cavanaugh	0.20	Participate in and take notes on small group telephone conference with K&E team and Company re process update.
10/08/20	Brandon Conrad Elliott	0.50	Telephone conference with K&E team and Company re status updates.
10/08/20	AnnElyse Scarlett Gains	1.30	Correspond with Company and Alix re communications updates (.6); telephone conference with Company, Alix and Joele Frank re same (.3); analyze bankruptcy work streams (.4).
10/08/20	Kimberly Perdue	0.50	Participate in weekly telephone conference with advisors, K&E team, A. Gains and Company re workstream update.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Business Operations

Invoice Number: 1050037456
Matter Number: 48745-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/08/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with K&E team, A. Gains re work in process updates and Company re workstream update.
10/09/20	Kate Deming Cavanaugh	0.20	Participate in and take notes on small group telephone conference with K&E team and Company re process updates.
10/09/20	AnnElyse Scarlett Gains	1.90	Analyze bankruptcy work streams re vendor concerns (.8) review draft pleadings re same (1.1).
10/12/20	AnnElyse Scarlett Gains	2.60	Correspond and conference with K&E team, Alix, Company re intercompany motion and hearing (1.9); review and analyze talking points re same (.7).
10/12/20	Danny Nappier	0.30	Telephone conference with K&E, Alix and Company teams re intercompany motion hearing preparation.
10/12/20	Matt Pacey, P.C.	0.40	Telephone conference with K&E team, A. Gains re workstreams and Company re workstream update.
10/12/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with advisors, K&E team, A. Gains re weekly updates and Company re workstream update.
10/13/20	Brandon Conrad Elliott	1.30	Telephone conferences with K&E team, A. Gains and Company re workstream update (.5); correspond with K&E team and Company re same (.8).
10/13/20	AnnElyse Scarlett Gains	1.10	Analyze issues re intercompany motion and hearing preparation (.8); review and finalize final orders for hearing, agenda and witness list (.3).
10/13/20	AnnElyse Scarlett Gains	0.70	Correspond and conference with Company re bankruptcy work streams and status.
10/13/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, A. Gains, Company re status update and upcoming hearing preparation.
10/13/20	Elizabeth Helen Jones	0.90	Telephone conference with Company re mortgage process and the collateral requirements.
10/13/20	Bryan Musick	1.00	Telephone conference with Oasis re process and collateral requirements.
10/13/20	Matt Pacey, P.C.	0.60	Participate in small group telephone conference with K&E team and Company.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Business Operations

Invoice Number: 1050037456
 Matter Number: 48745-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/13/20	Michael Wayne Rigdon	0.40	Telephone conferences with K&E team and Company re case status.
10/13/20	Rahul D. Vashi, P.C.	0.30	Telephone conference with advisors, K&E team, A. Gains and Company re workstream update.
10/14/20	Jeremy A. Fielding, P.C.	2.30	Prepare for intercompany payments motion direct examination by reviewing background materials and drafting direct outline.
10/14/20	AnnElyse Scarlett Gains	0.40	Conference with K&E team, E. Jones, Company re work stream update.
10/14/20	Chad J. Husnick, P.C.	0.60	Correspond and conference with K&E team, A. Gains, Company re status update and upcoming hearing preparation.
10/14/20	Danny Nappier	0.50	Telephone conference with Company and K&E teams re intercompany motion hearing preparation.
10/15/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, A. Gains, Company re hearing update.
10/15/20	Elizabeth Helen Jones	0.40	Telephone conference with K&E team, A. Gains, Company, Alix re post-filing workstreams.
10/15/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with K&E team, A. Gains and Company re workstream update.
10/19/20	AnnElyse Scarlett Gains	0.60	Conference with K&E team, E. Jones, Alix, Company re bankruptcy work streams.
10/19/20	Lance Kurtis Hancock	0.20	Telephone conference with advisors, K&E team, A. Gains and Company re workstream update.
10/19/20	Joe Tobias	0.20	Telephone conference with advisors, K&E team, A. Gains and Company re workstream update.
10/19/20	Rahul D. Vashi, P.C.	0.50	Prepare for and attend telephone conference with advisors, K&E team, A. Gains and Company re workstream update s.
10/20/20	AnnElyse Scarlett Gains	1.00	Conference with Company and Alix re bankruptcy work streams and next steps (.6); follow-up correspondence with Company re same (.4).
10/20/20	Lance Kurtis Hancock	0.50	Telephone conference with K&E team, A. Gains, advisors and Company re workstream update.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Business Operations

Invoice Number: 1050037456
Matter Number: 48745-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/20/20	Alex Hevia	1.30	Participate in telephone conferences with K&E team, Company, A. Gains, Alix and KCC re case status and workstreams.
10/20/20	Kimberly Perdue	0.50	Participate in weekly update telephone conference with advisors and Company.
10/20/20	Rahul D. Vashi, P.C.	0.30	Telephone conference with K&E team, A. Gains, advisors, clientre weekly updates.
10/21/20	AnnElyse Scarlett Gains	0.10	Analyze issues re litigation counterparty letter.
10/22/20	Austin S. Elliott	0.20	Participate in weekly telephone conference with K&E team and Company re updates.
10/22/20	Robert S. Fleishman	0.20	Correspond with K&E team re midstream business issues.
10/22/20	Lance Kurtis Hancock	0.20	Telephone conference with K&E team and Company re weekly updates.
10/22/20	Lance Kurtis Hancock	0.30	Telephone conference with K&E team, A. Gains, Company re weekly updates.
10/22/20	Ammaar Joya	0.50	Review risk factor re gas quality filing and check FERC docket for updates.
10/22/20	Kimberly Perdue	0.30	Participate in weekly update telephone conference with advisors and Company.
10/22/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with K&E team, A. Gains, Company re work in process updates.
10/26/20	Brian Guerinot	0.20	Prepare for and attend weekly advisor telephone conference with K&E team, A. Gains and Company.
10/26/20	Kimberly Perdue	0.20	Participate in weekly update telephone conference with advisor group and Company.
10/26/20	Joe Tobias	0.20	Telephone conference with K&E team, A. Gains, advisors, Company re weekly case update.
10/26/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with advisors, K&E team, A. Gains, Company re weekly updates.
10/27/20	AnnElyse Scarlett Gains	0.40	Conference with Company re business and workstream updates.
10/27/20	John R. Luze	0.50	Review, analyze case status and business issues.
10/27/20	Kimberly Perdue	0.20	Participate in weekly update conference with advisors and Company.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Business Operations

Invoice Number: 1050037456
 Matter Number: 48745-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/27/20	Rahul D. Vashi, P.C.	0.30	Telephone conference with advisors, K&E team, A. Gains and Company re weekly updates.
10/28/20	John R. Luze	1.30	Telephone conference with Company re midstream issues (.5); conference with Company re lease rejection and potential damages issues (.8).
10/29/20	AnnElyse Scarlett Gains	0.40	Telephone conference with Company re work streams and next steps.
10/29/20	Kimberly Perdue	0.50	Prepare for and attend weekly update telephone conference with K&E team and Company.
10/29/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with K&E team, A. Gains, Company re work in process updates.
10/30/20	Isaac Bate	3.00	Telephone conference with K&E team and Company re data license contact review (.3); review data licenses (2.7).
10/30/20	Ammaar Joya	0.70	Review risk factor re gas quality filing and check FERC docket for updates.
10/31/20	Isaac Bate	0.70	Revise data license analysis chart.
11/02/20	Isaac Bate	2.70	Review data license agreements (1.7); participate in telephone conference with Oasis team re same (1.0).
11/02/20	Kate Deming Cavanaugh	0.50	Participate in weekly advisor and Company telephone conference with K&E team, A. Gains, advisors.
11/02/20	Kate Deming Cavanaugh	0.50	Conference with K&E team and Company re weekly update.
11/02/20	AnnElyse Scarlett Gains	0.90	Review, analyze bankruptcy workstreams (.4); conference with K&E team and Company re same (.5).
11/02/20	R.D. Kohut	0.50	Conference with R. Fowler and Company re business payments (.3); conference with J. Schruhl re same (.2).
11/02/20	Kimberly Perdue	0.50	Prepare for and attend weekly update telephone conference with clients and advisors.
11/02/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with advisors and Company re weekly updates.
11/03/20	AnnElyse Scarlett Gains	0.50	Conference with Company re bankruptcy workstreams and next steps.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Business Operations

Invoice Number: 1050037456
 Matter Number: 48745-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/03/20	Kimberly Perdue	0.40	Telephone conference with K&E team, A. Gains, Company re weekly update.
11/03/20	Rahul D. Vashi, P.C.	0.30	Telephone conference with advisors and Company re weekly updates.
11/04/20	Joanna Aybar	0.60	Draft motion for final decree (.5); correspond with R. Marston re same (.1).
11/05/20	Kate Deming Cavanaugh	0.40	Telephone conference with K&E team and Company re weekly update.
11/05/20	Kimberly Perdue	0.50	Attend weekly update telephone conference with K&E team, A. Gains and Company re case updates.
11/06/20	Rebecca J. Marston	0.60	Review and revise motion to close.
11/09/20	Kate Deming Cavanaugh	0.50	Participate in advisor telephone conference with K&E team, A. Gains re weekly updates.
11/09/20	Elizabeth Helen Jones	0.50	Telephone conference with K&E team, A. Gains, Company re bankruptcy work streams.
11/09/20	Kimberly Perdue	0.30	Attend weekly advisor update telephone conference with K&E team, A. Gains and Company.
11/10/20	AnnElyse Scarlett Gains	0.50	Attend telephone conference with Company re strategy and next steps.
11/10/20	Kimberly Perdue	0.50	Attend telephone conference with K&E team and Company re weekly update.
11/10/20	Drue A. Santora	0.20	Review and revise written consents and correspond with C. Uyar re same.
11/10/20	Rahul D. Vashi, P.C.	0.30	Telephone conference with advisors and Company re weekly updates.
Total		63.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037457

Client Matter: 48745-6

In the Matter of Case Administration

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 55,706.50

Total legal services rendered

\$ 55,706.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Case Administration

Invoice Number: 1050037457
Matter Number: 48745-6

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Benjamin J. Adelson	0.60	1,165.00	699.00
Joanna Aybar	10.00	340.00	3,400.00
Tyler Burgess	0.10	845.00	84.50
Spencer Caldwell-McMillan	12.10	845.00	10,224.50
Kate Deming Cavanaugh	0.50	965.00	482.50
Carmen Dingman	3.70	610.00	2,257.00
Brandon Conrad Elliott	2.00	1,085.00	2,170.00
AnnElyse Scarlett Gains	9.00	1,135.00	10,215.00
Susan D. Golden	0.50	1,175.00	587.50
Brian Guerinot	1.80	740.00	1,332.00
Lance Kurtis Hancock	0.60	1,135.00	681.00
Alex Hevia	7.90	845.00	6,675.50
Ed Hossain	1.70	740.00	1,258.00
Elizabeth Helen Jones	8.70	740.00	6,438.00
John R. Luze	0.60	1,135.00	681.00
Rebecca J. Marston	6.90	610.00	4,209.00
Ryan D. McNamara	0.20	740.00	148.00
Danny Nappier	0.20	1,085.00	217.00
Robert Orren	3.50	445.00	1,557.50
Sara Phipps	0.50	610.00	305.00
Ashley Pincock	0.20	610.00	122.00
Brian Schartz, P.C.	0.50	1,395.00	697.50
Rahul D. Vashi, P.C.	1.00	1,265.00	1,265.00
TOTALS	72.80		\$ 55,706.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Case Administration

Invoice Number: 1050037457
Matter Number: 48745-6

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/01/20	Joanna Aybar	0.40	Index pleadings to case files (.3); correspond with K&E team and A. Gains re docket update (.1).
10/01/20	Spencer Caldwell-McMillan	4.40	Revise critical dates and reporting chart (4.2); correspond with A. Gains re same (.2).
10/01/20	AnnElyse Scarlett Gains	0.90	Review critical dates chart (.2); correspond with Company re same (.7).
10/01/20	AnnElyse Scarlett Gains	0.40	Work in process telephone conference with K&E team, E. Jones.
10/01/20	Brian Guerinot	0.20	Telephone conference with K&E team, A. Gains re work streams and case status.
10/01/20	Lance Kurtis Hancock	0.60	Prepare for and participate in telephone conference with K&E team, A. Gains re closing coordination matters.
10/01/20	Elizabeth Helen Jones	1.80	Telephone conference with K&E team, A. Gains re work in process (.5); draft post-petition work in process document (.6); revise case summary for distribution (.4); correspond with A. Gains re same (.3).
10/01/20	Ryan D. McNamara	0.20	Prepare for and participate in telephone conference with K&E team, A. Gains re work stream coordination.
10/02/20	Joanna Aybar	0.30	Index pleadings to case files (.2); correspond with K&E team, A. Gains re docket update (.1).
10/02/20	Spencer Caldwell-McMillan	3.70	Prepare critical dates chart (2.5); correspond with A. Gains re same (.2); revise critical dates chart (1.0).
10/02/20	Susan D. Golden	0.50	Correspond with publishers re NOL, commencement and scheduling notices (.4); correspond with A. Hevia re same (.1).
10/05/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/05/20	Tyler Burgess	0.10	Prepare for and participate in telephone conference with K&E team, A. Gains re work in process.
10/05/20	Alex Hevia	0.40	Prepare for and attend telephone conference with KCC, Alix, K&E and A. Gains re case status.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Case Administration

Invoice Number: 1050037457
 Matter Number: 48745-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/05/20	Ed Hossain	0.30	Telephone conference with advisors, K&E team, A. Gains re work in process.
10/06/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/06/20	Spencer Caldwell-McMillan	0.40	Telephone conference with K&E team, A. Gains re works in process.
10/06/20	AnnElyse Scarlett Gains	0.60	Telephone conference with K&E team, E. Jones re work in process (.4); correspond with K&E team re second day hearing (.2).
10/06/20	Alex Hevia	0.30	Participate in telephone conferences with K&E team, A. Gains, Alix and KCC teams re case status.
10/06/20	Elizabeth Helen Jones	0.80	Telephone conference with K&E team, A. Gains re work in process (.4); revise work in process tracker re same (.2); telephone conference with Alix, KCC, K&E team, A. Gains re case status (.2).
10/06/20	John R. Luze	0.30	Telephone conference with K&E team, A. Gains re work in process.
10/06/20	Robert Orren	0.40	Telephone conference with K&E team, A. Gains re work in process (.2); correspond with J. Aybar re post-petition pleading template (.2).
10/07/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/07/20	Spencer Caldwell-McMillan	0.80	Revise critical dates chart.
10/08/20	Joanna Aybar	0.40	Attend telephone conference with K&E team, A. Gains re work in process (.2); index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/08/20	AnnElyse Scarlett Gains	0.40	Conference with K&E team, E. Jones re work in process.
10/08/20	Alex Hevia	0.10	Telephone conference with K&E team and A. Gains re case status.
10/08/20	Ed Hossain	0.30	Prepare for and attend telephone conference with K&E team, A. Gains re work in process.
10/08/20	Elizabeth Helen Jones	0.20	Telephone conference with K&E team, A. Gains re work in process.
10/08/20	John R. Luze	0.30	Prepare for and attend telephone conference with K&E team, A. Gains re work in process.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Case Administration

Invoice Number: 1050037457
Matter Number: 48745-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/08/20	Robert Orren	0.20	Telephone conference with K&E team, A. Gains re work in process.
10/09/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/12/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/12/20	Brian Guerinot	0.20	Prepare for and attend weekly advisor telephone conference with K&E team, A. Gains.
10/12/20	Ed Hossain	0.30	Telephone conference with advisors, K&E team, A. Gains re action items.
10/12/20	Danny Nappier	0.20	Participate in telephone conference with Alix, KCC, K&E teams and A. Gains re matter status.
10/13/20	Joanna Aybar	0.70	Attend telephone conference with K&E team, A. Gains re work in process (.5); index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update to distribution list (.1).
10/13/20	AnnElyse Scarlett Gains	0.90	Conference with K&E team, E. Jones, KCC, Alix re work in process (.5); conference with K&E team and A. Hevia re work in process (.4).
10/13/20	Brian Guerinot	0.20	Prepare for and attend work stream telephone conference with K&E team, A. Gains, Alix and KCC.
10/13/20	Ed Hossain	0.20	Telephone conference with K&E team, A. Gains re work in process.
10/13/20	Elizabeth Helen Jones	0.70	Telephone conference with A. Gains, K&E team, KCC re case status (.3); telephone conference with A. Gains, K&E team re internal case status (.4).
10/13/20	Robert Orren	0.20	Telephone conference with K&E team, A. Gains re work in process.
10/15/20	Joanna Aybar	0.20	Prepare interim order for revisions (.1); correspond with A. Gains re same (.1).
10/15/20	Kate Deming Cavanaugh	0.50	Telephone conference with K&E team re case status.
10/15/20	Brandon Conrad Elliott	0.30	Telephone conference with K&E team, A. Gains re status update.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/15/20	Brian Guerinot	0.20	Prepare for and attend work stream telephone conference with K&E team, A. Gains.
10/15/20	Alex Hevia	0.60	Participate in telephone conferences with K&E team, A. Gains, Alix, KCC and Company re case status.
10/15/20	Elizabeth Helen Jones	0.40	Telephone conference with A. Gains, K&E team re work in process.
10/15/20	Robert Orren	0.20	Distribute to JW affidavits of publication.
10/16/20	Joanna Aybar	0.40	Index pleadings to case files (.3); correspond with K&E team, A. Gains re docket update (.1).
10/16/20	Robert Orren	0.30	Correspond with K&E team, E. Jones re case telephone hotline.
10/19/20	Joanna Aybar	0.30	Index pleadings to case files (.2); correspond with K&E team, A. Gains re docket update (.1).
10/19/20	Brandon Conrad Elliott	0.20	Telephone conference with K&E team, A. Gains re status update.
10/19/20	AnnElyse Scarlett Gains	1.30	Review work in process and next steps (.4); update dates chart (.9).
10/19/20	Brian Guerinot	0.20	Prepare for and attend weekly advisor telephone conference with K&E team, A. Gains.
10/19/20	Ed Hossain	0.20	Telephone conference with advisors, K&E team, A. Gains re work in process.
10/19/20	Robert Orren	0.40	Retrieve October 15 hearing transcript (.2); distribute to K&E team (.2).
10/20/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/20/20	AnnElyse Scarlett Gains	0.90	Telephone conference with K&E team, E. Jones re work in process (.5); telephone conference with Alix and KCC team re same (.4).
10/20/20	Ed Hossain	0.20	Telephone conference with K&E team, A. Gains re work in process.
10/20/20	Robert Orren	0.20	Telephone conference with K&E team, A. Gains re work in process.
10/21/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).

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 Oasis Petroleum Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/22/20	Joanna Aybar	0.50	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1); telephone conference with E. Jones and K&E team re work in process (.3).
10/22/20	Spencer Caldwell-McMillan	0.40	Telephone conference with K&E team, A. Gains re work in process.
10/22/20	Brian Guerinot	0.50	Prepare for and attend telephone conference with K&E team, A. Gains re work streams.
10/22/20	Alex Hevia	0.80	Telephone conferences with K&E team and A. Gains re case status.
10/22/20	Elizabeth Helen Jones	0.40	Telephone conferences with K&E team, A. Gains re case status.
10/22/20	Robert Orren	0.20	Telephone conference with K&E team, A. Gains re work in process.
10/23/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/23/20	Spencer Caldwell-McMillan	0.10	Telephone conference with K&E team, A. Gains re case status.
10/23/20	Carmen Dingman	0.20	Correspond with K&E team, E. Jones re work in process.
10/23/20	Alex Hevia	0.30	Telephone conferences with K&E team and A. Gains re case status.
10/23/20	Elizabeth Helen Jones	0.60	Telephone conference with A. Gains, K&E team re case status.
10/23/20	Rebecca J. Marston	0.30	Telephone conference with K&E team, A. Gains re work in process.
10/26/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/26/20	Brandon Conrad Elliott	0.50	Participate in update status telephone conference.
10/26/20	AnnElyse Scarlett Gains	0.30	Participate in weekly advisor telephone conference.
10/26/20	Sara Phipps	0.50	Conference with K&E team re status of matter and next steps.
10/26/20	Ashley Pincock	0.20	Telephone conference with K&E team, A. Gains re case status.
10/27/20	Benjamin J. Adelson	0.30	Prepare for and participate in telephone conference with K&E team and A. Gains re work in process case matters among Oasis' advisors.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Case Administration

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/27/20	Joanna Aybar	0.50	Telephone conference with A. Gains and K&E team re work in process (.3); index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/27/20	Carmen Dingman	0.80	Telephone conference with K&E team, Alix and KCC re work in process (.3); telephone conference with A. Hevia and K&E team re same (.5).
10/27/20	Brandon Conrad Elliott	1.00	Update status telephone conferences with advisors and Company.
10/27/20	AnnElyse Scarlett Gains	0.70	Conference with advisors re work in process (.4); conference with K&E team, E. Jones re work in process (.3).
10/27/20	Alex Hevia	1.50	Participate in telephone conferences with K&E team, A. Gains, Alix and KCC re case status (.8); conference with R. Marston and C. Dingman re workstreams (.7).
10/27/20	Elizabeth Helen Jones	0.80	Telephone conference with A. Gains, KCC, Alix re case status (.2); telephone conference with A. Gains, K&E team re work in process (.6).
10/27/20	Rebecca J. Marston	1.00	Prepare for and participate in telephone conference with K&E team, A. Gains re work in process.
10/27/20	Rebecca J. Marston	0.30	Telephone conference with K&E team, A. Gains, Alix and KCC.
10/27/20	Rebecca J. Marston	0.20	Revise work in process tracker.
10/28/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/29/20	Benjamin J. Adelson	0.30	Prepare for and participate in work in process telephone conference with A. Gains, K&E team re case matters.
10/29/20	Joanna Aybar	0.20	Index pleadings to case files (.1); correspond with K&E team, A. Gains re docket update (.1).
10/29/20	Carmen Dingman	0.30	Telephone conference with A. Gains and K&E team re work in process.
10/29/20	AnnElyse Scarlett Gains	0.50	Telephone conference with K&E team, E. Jones re work in process.
10/29/20	Brian Guerinot	0.30	Prepare for and attend work stream telephone conference with K&E team, A. Gains.

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 Oasis Petroleum Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/29/20	Alex Hevia	0.70	Participate in telephone conferences with A. Gains and K&E team re case status.
10/29/20	Elizabeth Helen Jones	0.20	Telephone conference with A. Gains, K&E team re case status.
10/29/20	Rebecca J. Marston	0.50	Prepare for and attend telephone conference with K&E team, A. Gains re work in process.
10/29/20	Robert Orren	0.10	Telephone conference with K&E team, A. Gains re work in process.
10/30/20	Joanna Aybar	0.30	Index pleadings to case files (.2); correspond with K&E team, A. Gains re docket update (.1).
11/02/20	Joanna Aybar	0.50	Index pleadings to case files (.4); email docket update to distribution list (.1).
11/02/20	Carmen Dingman	0.50	Telephone conference with E. Jones and K&E team re WIP and outstanding objections (.5).
11/02/20	Alex Hevia	0.50	Participate in telephonic conferences with K&E team and A. Gains re case status and strategy.
11/02/20	Elizabeth Helen Jones	0.50	Telephone conference with K&E team, A. Gains re case status and final pre-confirmation work streams.
11/02/20	Rebecca J. Marston	0.80	Update and circulate works in process document (.3); telephone conference with K&E team re works in process (.5).
11/03/20	Joanna Aybar	0.40	Telephone conference with A. Gaines and K&E team re work in process (.2); index pleadings to case files (.1); email docket update to distribution list (.1).
11/03/20	Spencer Caldwell-McMillan	0.90	Revise critical dates materials.
11/03/20	Carmen Dingman	0.90	Telephone conference with K&E team, KCC, and Alix Partners re WIP (.4); telephone conference with K&E team re WIP (.5).
11/03/20	AnnElyse Scarlett Gains	1.10	Telephone conference with K&E team re works in process (.6); works in process telephone conference with Alix, KCC, K&E teams, E. Jones (.5).
11/03/20	Alex Hevia	0.30	Participate in telephonic conferences with A. Gains, K&E team, KCC team, and AlixPartners re case status.

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 Oasis Petroleum Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/03/20	Elizabeth Helen Jones	1.00	Prepare for and participate in telephone conference with A. Gains, K&E team, KCC, Alix re case status (.5); telephone conference with K&E team, A. Gains re case status work streams (.5).
11/03/20	Rebecca J. Marston	1.40	Telephone conference with K&E team, AP, and KCC re works in process (.4); distribute declarations in support of Plan to rest of team (.5); telephone conference with K&E restructuring team re works in process (.5).
11/03/20	Robert Orren	0.20	Telephonically attend work in process conference with K&E team.
11/04/20	Joanna Aybar	0.20	Index pleadings to case files (.1); email docket update to distribution list (.1).
11/04/20	Alex Hevia	0.50	Correspond and conference with K&E team and A. Gains re case status.
11/04/20	Rebecca J. Marston	0.90	Update and circulate works in process tracker to K&E team (.4); telephone conference with K&E team re same (.5).
11/04/20	Rebecca J. Marston	0.20	Correspond with R. Orren and J. Aybar re closing cases (.1); add draft to Document Management System (.1).
11/04/20	Robert Orren	0.40	Retrieve precedent re motion for final decree.
11/05/20	Joanna Aybar	0.90	Index plan supplement documents (.2); telephone conference with E. Jones and K&E team re work in process (.4); index pleadings to case files (.2); email docket update to distribution list (.1).
11/05/20	Spencer Caldwell-McMillan	0.70	Telephone conference with K&E team, Company, and AP re case status (.3); telephone conference with K&E team re same (.4).
11/05/20	Carmen Dingman	0.40	Telephone conference re WIP with A. Gaines and K&E team.
11/05/20	Alex Hevia	1.10	Telephonic conferences with K&E team, KCC team, AlixPartners team, and A. Gains re case status and go forward work streams.
11/05/20	Elizabeth Helen Jones	0.80	Telephone conference with K&E team, A. Gains, Company re work streams (.5); telephone conference with K&E team, A. Gains re works in process (.3).
11/05/20	Rebecca J. Marston	0.30	Telephone conference with K&E team re works in process.

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Case Administration

Invoice Number: 1050037457
Matter Number: 48745-6

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/05/20	Robert Orren	0.30	Telephone conference with K&E team re works in process.
11/05/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with K&E team re WIP updates.
11/09/20	Joanna Aybar	0.60	Index pleadings to case files (.5); email docket update to distribution list (.1).
11/09/20	Spencer Caldwell-McMillan	0.60	Telephone conference with K&E team and AP re case status.
11/09/20	Alex Hevia	0.30	Participate in telephonic conference with A. Gains and K&E team re case status.
11/09/20	Ed Hossain	0.20	Conference with K&E team re WIP.
11/09/20	Brian Schartz, P.C.	0.50	Telephone conference with K&E team, A. Gains re weekly adviser call.
11/09/20	Rahul D. Vashi, P.C.	0.50	Telephone conference with advisors re weekly updates.
11/10/20	Joanna Aybar	1.20	Telephone conference with A. Gains, K&E Team, AP and KCC re work in process (.7); index pleadings to case files (.4); email docket update to distribution list (.1).
11/10/20	Spencer Caldwell-McMillan	0.10	Telephone conference with K&E team, AP, and KCC re case status.
11/10/20	Carmen Dingman	0.60	Telephone conference with A. Gains, K&E team, Alix, and KCC re WIP (.2); telephone conference with K&E team re same (.4).
11/10/20	AnnElyse Scarlett Gains	1.00	Attend work in process telephone conference with K&E team, E. Jones (.5); attend work in process telephone conference with Alix and KCC teams, K&E team, E. Jones (.5).
11/10/20	Alex Hevia	0.50	Conference with A. Gains, K&E team, AlixPartners team, and KCC re case status and go forward work streams.
11/10/20	Elizabeth Helen Jones	0.50	Telephone conference with K&E team, A. Gains re case status and confirmation hearing.
11/10/20	Rebecca J. Marston	1.00	Update works in process tracker (.4); telephone conferences with K&E team re same (.6).
11/10/20	Robert Orren	0.40	Telephone conference with K&E team re works in process (.3); correspond with K&E team re telephone inquiry (.1).
Total		72.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037458

Client Matter: 48745-7

In the Matter of DIP and Cash Collateral

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 523,226.50

Total legal services rendered

\$ 523,226.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 DIP and Cash Collateral

Invoice Number: 1050037458
 Matter Number: 48745-7

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Will W. Bos, P.C.	10.50	1,545.00	16,222.50
Tyler Burgess	2.80	845.00	2,366.00
Kate Deming Cavanaugh	83.10	965.00	80,191.50
Victoria Chang	4.60	785.00	3,611.00
Austin S. Elliott	1.20	845.00	1,014.00
Brandon Conrad Elliott	41.00	1,085.00	44,485.00
Robert S. Fleishman	1.00	1,325.00	1,325.00
Rob Fowler, P.C.	2.00	1,445.00	2,890.00
AnnElyse Scarlett Gains	1.70	1,135.00	1,929.50
Melissa Renae Grim	0.70	1,245.00	871.50
Lance Kurtis Hancock	1.50	1,135.00	1,702.50
Chad J. Husnick, P.C.	0.50	1,595.00	797.50
Ammaar Joya	1.20	740.00	888.00
Jonathan E. Kidwell	0.50	1,235.00	617.50
John Kleinjan	0.20	1,035.00	207.00
John R. Luze	3.60	1,135.00	4,086.00
Ryan D. McNamara	3.30	740.00	2,442.00
Bryan Musick	27.50	475.00	13,062.50
Kimberly Perdue	142.40	1,335.00	190,104.00
Sara Phipps	28.90	610.00	17,629.00
Ashley Pincock	3.00	610.00	1,830.00
Carleigh Trappe Rodriguez	2.20	1,135.00	2,497.00
Henry Rosas	0.50	445.00	222.50
Drue A. Santora	11.80	1,175.00	13,865.00
Michael Schlinkert	45.20	845.00	38,194.00
Joe Tobias	5.50	1,165.00	6,407.50
Cem Uyar	87.30	845.00	73,768.50
TOTALS	513.70		\$ 523,226.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 DIP and Cash Collateral

Invoice Number: 1050037458
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Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Will W. Bos, P.C.	4.00	Prepare for chapter 11 filing re credit agreement issues (2.7); finalize debtor in possession credit agreement (1.3).
09/30/20	Kate Deming Cavanaugh	4.00	Coordinate closing of debtor in possession credit agreement (2.2); finalize signature pages, review final compiled documents, commitment schedules (.7); review joinder documents (1.1).
09/30/20	Brandon Conrad Elliott	0.50	Telephone conference with K&E team re status of Oasis closing checklist.
09/30/20	John R. Luze	3.60	Review and analyze issues re debtor in possession hearing (1.8); conference and correspond with K&E team and V&E re same (1.2); conference and correspond with U.S. Trustee re same (.6).
09/30/20	Kimberly Perdue	7.50	Attend daily update telephone conference with K&E team re DIP (.2); conferences with K&E team re debtor in possession closing deliverables (.7); telephone conference with V&E re debtor in possession closing (1.1); telephone conferences with Oasis, PWP, K&E team and V&E re additional lender (1.2); review, revise joinder to exit commitment letter and ancillary documents re additional lender (2.3); review and revise debtor in possession closing deliverables (2.0).
09/30/20	Henry Rosas	0.50	Correspond with M. Schlinkert and C. Uyar re status of transaction (.1); revise closing documents (.2); correspond with J. Welch re bring down good standings needed for closing (.2).
09/30/20	Drue A. Santora	2.00	Correspond with Citi re finalizing ISDA (.1); telephone conference with D. Madeley re executing ISDAs and hedges (1.0); correspond with banks re finalizing ISDAs (.5); correspond with J. Luze re RSA (.4).
09/30/20	Michael Schlinkert	0.60	Telephone conferences with K&E team and V&E re closing checklist.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 DIP and Cash Collateral

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Cem Uyar	4.70	Compile execution versions of DIP (.4); send across document requests re same (.1); coordinate signing of CPs (.4); order bringdown good standings (.2); revise amendment and joinder (.6); correspond with K&E team (2.0); document management (1.0).
10/01/20	Will W. Bos, P.C.	2.50	Telephone conferences re DIP facility (1.0); correspond with K&E team re DIP facility (1.1); prepare for closing of same (.4).
10/01/20	Kate Deming Cavanaugh	3.30	Finalize debtor in possession documentation.
10/01/20	Brandon Conrad Elliott	0.70	Prepare for closing of debtor in possession credit agreement.
10/01/20	AnnElyse Scarlett Gains	1.70	Analyze issues re debtor in possession closing.
10/01/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, B. Elliott, Company, opposing counsel re debtor in possession issues.
10/01/20	Kimberly Perdue	4.50	Prepare for debtor in possession closing (3.9); telephone conferences with Company and V&E re same (.6).
10/01/20	Drue A. Santora	4.50	Telephone conference with R. Robuck re ISDAs (.7); finalize ISDAs (3.0); correspond with banks re same (.8).
10/01/20	Michael Schlinkert	0.80	Correspond with B. Elliott re draft closing checklist (.2); telephone conference with K&E team re next steps (.6).
10/01/20	Cem Uyar	3.10	Coordinate compilation of signature pages to amendment and joinder (.6); draft borrowing request (.5); re-compile remaining deliverables for new closing date and send to opposing counsel (.6); correspond with opposing counsel re status updates re closing deliverables and required signatures from lender (1.4).
10/02/20	Will W. Bos, P.C.	1.50	Review debtor in possession related matters.
10/02/20	Brandon Conrad Elliott	1.00	Closing telephone conference re debtor in possession facility (.5); review draft exit closing checklist (.5).
10/02/20	Austin S. Elliott	1.20	Review and revise 8-K re DIP credit agreement.
10/02/20	Lance Kurtis Hancock	0.30	Review debtor in possession credit agreement 8-K.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 DIP and Cash Collateral

Invoice Number: 1050037458
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/02/20	Ryan D. McNamara	1.90	Draft 8-K re DIP credit agreement (1.2); revise re same (.7).
10/02/20	Kimberly Perdue	1.50	Correspond with Company and V&E re debtor in possession closing, open items and close debtor in possession facility.
10/02/20	Kimberly Perdue	0.20	Telephone conference with Company re debtor in possession closing.
10/02/20	Kimberly Perdue	0.30	Correspond with K&E team, J. Luze re preparation of debtor in possession reporting calendar.
10/02/20	Drue A. Santora	1.50	Correspond with hedge desks, K&E team re closing.
10/02/20	Michael Schlinkert	1.80	Review draft commitment letter amendment (.4); correspond with K. Cavanaugh re same (.2); draft exit closing checklist (.9); correspond with B. Elliott and K. Perdue re same (.3).
10/02/20	Cem Uyar	0.40	Distribute final executed debtor in possession credit agreement, joinder and amendment to all parties (.1); correspond with K&E team and opposing counsel re a hedging bank's request for effectiveness notice (.3).
10/03/20	Ryan D. McNamara	0.90	Draft 8-K re DIP credit agreement (.6); revise re same (.3).
10/03/20	Kimberly Perdue	0.20	Review and revise 8-K re closing of debtor in possession.
10/03/20	Michael Schlinkert	1.10	Correspond with K. Perdue and K&E team re exit closing checklist (.2); review and revise same (.9).
10/04/20	Lance Kurtis Hancock	0.80	Draft debtor in possession credit agreement 8-K.
10/04/20	Kimberly Perdue	0.50	Review and revise 8-K re closing of debtor in possession.
10/05/20	Lance Kurtis Hancock	0.40	Revise debtor in possession credit agreement 8-K.
10/05/20	Ryan D. McNamara	0.50	Draft 8-K re DIP credit agreement.
10/05/20	Drue A. Santora	1.20	Review ISDA (.4); revise ISDA (.5); correspond with bank re same (.3).
10/06/20	Kimberly Perdue	0.30	Correspond with K&E team re preliminary markup of credit agreement in advance of V&E draft.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/20	Kimberly Perdue	0.40	Revise exit facility checklist and conference with K&E team re lien searches.
10/06/20	Kimberly Perdue	0.80	Correspond with Argo re existing LC agreements and telephone conference with K. Cavanaugh re release letters.
10/06/20	Michael Schlinkert	0.20	Revise draft closing checklist (.1); correspond with K. Perdue re same (.1).
10/07/20	Kate Deming Cavanaugh	2.60	Draft release of letter of credit letter agreement (.6); revise draft of letter agreement per partner comments (1.1); review precedent exit facilities in preparation for revising V&E draft (.9).
10/07/20	Kimberly Perdue	2.50	Prepare for and attend conference with K&E team re review of exit credit agreement.
10/07/20	Michael Schlinkert	1.40	Telephone conference with K&E team re market precedent review (.3); review exit credit facility market precedents (1.1).
10/07/20	Cem Uyar	4.30	Attend K&E team conference re review of pre-petition credit agreement in anticipation of incoming draft (.4); review representation and warranties and draft comments for the representations and warranties section of upcoming exit credit agreement (3.9).
10/08/20	Kate Deming Cavanaugh	5.40	Revise draft of prepetition credit agreement affirmative covenants to align with market precedent (3.9); revise draft of L/C and surety bond release letters (1.5).
10/08/20	Kimberly Perdue	0.50	Review and revise 8K re debtor in possession credit agreement (.3); office conference with B. Elliott re same (.2).
10/08/20	Kimberly Perdue	0.30	Correspond with V&E re drafting of exit documents.
10/08/20	Kimberly Perdue	1.40	Telephone conferences with Company re emergence timeline, LC release letters and revise same.
10/08/20	Kimberly Perdue	1.40	Office conferences with K&E team re emergence timeline and LC release letters.
10/08/20	Kimberly Perdue	0.80	Office conferences with K&E team re preparation of emergence timeline.
10/08/20	Michael Schlinkert	0.40	Telephone conference with K&E team re exit facility.

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10/08/20	Cem Uyar	3.40	Complete review of representation and warranties under credit agreement (2.8); finalize comments in preparation of upcoming exit credit agreement (.6).
10/09/20	Kate Deming Cavanaugh	2.00	Finalize draft of prepetition credit agreement affirmative.
10/09/20	Brandon Conrad Elliott	0.30	Correspond with D. Santora re status of hedges.
10/09/20	Kimberly Perdue	4.50	Review and revise pre-petition RBL credit agreement in preparation for exit facility draft.
10/09/20	Drue A. Santora	0.20	Correspond with B. Elliott re hedges.
10/09/20	Michael Schlinkert	2.80	Review market precedent exit credit agreements (1.3); analyze provisions to be included in draft exit credit agreement (1.4); correspond with K. Perdue re same (.1).
10/10/20	Kimberly Perdue	7.00	Review and revise pre-petition RBL credit agreement in preparation for exit facility draft.
10/10/20	Cem Uyar	0.10	Schedule telephone conference re mortgage process.
10/11/20	Brandon Conrad Elliott	4.00	Draft initial draft emergence closing checklist.
10/11/20	Kimberly Perdue	4.50	Review and revise pre-petition RBL credit agreement in preparation for exit facility draft.
10/13/20	Cem Uyar	2.80	Manage closing sets of executed documents and execution word version on document management system (2.5); telephone conference re mortgage process (.3).
10/14/20	Kate Deming Cavanaugh	0.50	Telephone conference with lenders' counsel re letter of credit releases.
10/14/20	Brandon Conrad Elliott	1.50	Telephone conference re LC releases (.5); revise draft emergence checklist (1.0).
10/14/20	Bryan Musick	4.50	Analyze master lease schedule (1.2); draft organized master lease schedule into state then by county in preparation of new mortgages (2.7); revise and calculate collateral coverage by state and county (.6).
10/14/20	Kimberly Perdue	0.80	Prepare for and attend telephone conference with V&E re LC release letters.

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10/14/20	Michael Schlinkert	0.30	Telephone conference with V&E team re exit facility documentation.
10/14/20	Cem Uyar	0.40	Telephone conference with V&E re exit documents.
10/15/20	Bryan Musick	5.00	Draft County specific Lease and Well Exhibits (4.0); revise re same (1.0).
10/16/20	Bryan Musick	6.50	Finalize organizing the Master Lease and Reserve Report by County (4.0); review re same (1.8); telephone conference with C. Powell re same (.7).
10/19/20	Rob Fowler, P.C.	0.50	Review draft of credit agreement and correspond re same.
10/19/20	Kimberly Perdue	0.50	Office conferences with K&E team re review of exit credit agreement and distribute to specialists.
10/19/20	Drue A. Santora	1.20	Revise ISDA summary (.9); correspond with D. Madeley re ISDAs (.3).
10/19/20	Cem Uyar	3.30	Coordinate specialists' review of draft exit credit agreement (.8); revise draft exit credit agreement (2.2); document management and correspond with K&E team (.3).
10/20/20	Tyler Burgess	1.90	Review and revise draft exit facility documents (1.4); correspond with K&E team re same (.5).
10/20/20	Kate Deming Cavanaugh	4.30	Draft issues list for exit credit agreement (3.8); draft side letter agreement for surety bond release (.5).
10/20/20	Victoria Chang	1.20	Review and revise credit agreement.
10/20/20	Robert S. Fleishman	0.50	Review conversation re draft facility document with counsel.
10/20/20	Melissa Renae Grim	0.70	Review credit agreement.
10/20/20	Ammaar Joya	0.30	Review and comment on draft exit credit facility agreement.
10/20/20	Kimberly Perdue	5.80	Review and revise draft credit agreement and office conferences with K&E team re same.
10/20/20	Kimberly Perdue	0.40	Telephone conference with K. Cavanaugh re new draft letter agreement.
10/20/20	Kimberly Perdue	0.50	Correspond with Company and V&E team re letter of credit release letters.
10/20/20	Carleigh Trappe Rodriguez	0.20	Review and exchange correspondence re credit agreement.

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10/20/20	Cem Uyar	8.80	Revise draft exit credit agreement (3.9); review same (4.0); analyze same (.7); document management and correspond with K&E team (.2).
10/21/20	Tyler Burgess	0.40	Review and revise draft exit facility (.3); correspond with K&E team re same (.1).
10/21/20	Kate Deming Cavanaugh	3.50	Finalize draft of issues list for exit RBL credit agreement (2.7); update side letter and release letter (.8).
10/21/20	Robert S. Fleishman	0.50	Correspond with K&E team re exit facility.
10/21/20	Rob Fowler, P.C.	1.00	Review draft credit agreement (.7); correspond re incentive compensation issues (.3).
10/21/20	Jonathan E. Kidwell	0.50	Correspond with K&E team re comments to revised draft exit credit agreement.
10/21/20	John Kleinjan	0.20	Review exit credit agreement (.1); correspond with K&E team re exit credit agreement (.1).
10/21/20	Kimberly Perdue	0.80	Correspond with K&E team re credit agreement review.
10/21/20	Kimberly Perdue	2.00	Review, revise side letter re cancellation of surety bonds (1.5); telephone conferences with R. Robuck and K. Cavanaugh re same (.5).
10/21/20	Kimberly Perdue	6.00	Review and revise exit credit agreement.
10/21/20	Carleigh Trappe Rodriguez	1.00	Review credit agreement (.7); comment re same (.3).
10/21/20	Drue A. Santora	0.50	Review and revise ISDA (.2); correspond with bank re same (.1); correspond with E. Mossor re written consents and incumbency certificate (.2).
10/21/20	Joe Tobias	3.30	Review exit facility.
10/21/20	Cem Uyar	5.80	Revise draft exit credit agreement with K&E team comments (2.4); revise draft exit credit agreement with K&E comments (3.1); review debtor in possession credit agreement re required lenders with swap agreements (.3).
10/22/20	Kate Deming Cavanaugh	5.20	Revise draft issues list (4.0); participate in and take notes re issues list telephone conference (1.2).
10/22/20	Brandon Conrad Elliott	4.50	Telephone conference re issues list with respect to exit credit agreement (2.0); review draft exit credit agreement (2.5).

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10/22/20	Kimberly Perdue	1.00	Office conferences with K&E team re revisions to exit facility.
10/22/20	Kimberly Perdue	1.00	Correspond with Oasis, V&E and K&E team re LC release letters.
10/22/20	Kimberly Perdue	3.00	Prepare for and participate in telephone conference with Company re Oasis exit facility and make revisions re discussion.
10/22/20	Kimberly Perdue	0.30	Telephone conference with M. Buce re DevCos and exit facility.
10/22/20	Kimberly Perdue	9.50	Review and revise exit facility issues list and draft credit agreement.
10/22/20	Cem Uyar	9.10	Participate in telephone conference with counterparty re letter of credit (.4); participate in credit agreement issues list telephone conference (1.6); participate in telephone conference with K&E team re revisions to credit agreement and task assignments (.6); revise credit agreement with K&E comments (4.0); review same (1.9); revise credit agreement with energy regulatory comments (.5); document management (.1).
10/23/20	Kate Deming Cavanaugh	3.40	Review revised draft of credit agreement (2.2); comment re same (1.2).
10/23/20	Kimberly Perdue	11.30	Review and revise exit credit agreement.
10/23/20	Kimberly Perdue	0.20	Review and revise LC letter agreements.
10/23/20	Drue A. Santora	0.20	Correspond with K. Perdue re credit agreement.
10/23/20	Cem Uyar	10.80	Revise credit agreement with K&E comments to miscellaneous section (1.6); revise credit agreement through rounds of K&E comments (4.0); review same (4.0); analyze same (1.0); correspond with Company re revised draft for review/comment (.2).
10/25/20	Kimberly Perdue	3.50	Review and respond to questions on exit facility from R. Robuck and revise credit agreement re same.
10/25/20	Kimberly Perdue	0.50	Correspond with K&E team re review of ancillary deliverables.
10/25/20	Michael Schlinkert	0.20	Correspond with K&E team and coordinate transaction status telephone conference.
10/25/20	Cem Uyar	0.30	Correspond with K&E team re ancillary document drafts (.2); schedule telephone conference re credit agreement markup (.1).

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10/26/20	Kate Deming Cavanaugh	1.50	Coordinate checklist telephone conference (.2); review draft of exhibits (.3); draft corporate opinion (1.0).
10/26/20	Brandon Conrad Elliott	1.70	Telephone conference re comments to draft exit agreement (1.0); prepare for same (.2); participate in update status and closing checklist telephone conferences (.5).
10/26/20	Kimberly Perdue	0.30	Telephone conference with J. Longhofer re preview of credit agreement changes.
10/26/20	Kimberly Perdue	1.30	Prepare for and participate in telephone conference with Oasis team and advisors re exit credit agreement.
10/26/20	Kimberly Perdue	0.50	Office conference with K&E team re closing checklist and workstreams.
10/26/20	Kimberly Perdue	1.70	Revise exit facility to reflect Company comments.
10/26/20	Sara Phipps	0.30	On-boarding telephone conference with K. Perdue re background on matter.
10/26/20	Michael Schlinkert	1.90	Coordinate checklist telephone conference with K&E and V&E teams (.3); correspond with S. Phipps re ancillary documents (.3); telephone conference with Company and advisors re exit credit agreement and weekly advisor status (.9); telephone conference with K&E team re deliverables and responsibilities (.4).
10/26/20	Cem Uyar	6.30	Participate in telephone conference re revised credit agreement with K&E team (.9); participate in telephone conference re revision of ancillary documents with K&E team (.5); revise credit agreement (2.4); review draft guaranty, security agreement and provide comments to K&E team (2.5).
10/27/20	Will W. Bos, P.C.	0.80	Correspond with advisors and Company re credit agreement.
10/27/20	Kate Deming Cavanaugh	3.30	Review and provide comments to DACA termination (.5); draft Texas opinion (1.2); participate in checklist telephone conference with V&E (.5); revise checklist and circulate to V&E (.7); coordinate work streams for exit ancillaries with K&E team (.4).
10/27/20	Brandon Conrad Elliott	1.00	Closing checklist telephone conference (.5); revise draft closing checklist (.5).

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10/27/20	Kimberly Perdue	0.40	Telephone conference with K. Cavanaugh re DACAs, insurance certificates and review of mortgages.
10/27/20	Kimberly Perdue	1.50	Prepare for and attend closing checklist telephone conference with V&E (.9); review and revise closing checklist re same (.6).
10/27/20	Kimberly Perdue	1.30	Correspond with Company re LC letters and revise letter accordingly.
10/27/20	Sara Phipps	0.50	Correspond with H. Rosas re quote for exit financing documents.
10/27/20	Sara Phipps	0.40	Participate in closing checklist telephone conference.
10/27/20	Sara Phipps	1.40	Draft exit credit agreement schedules.
10/27/20	Michael Schlinkert	0.40	Telephone conference with V&E team re closing checklist and outstanding deliverables.
10/27/20	Cem Uyar	3.40	Coordinate ordering of lien searches, good standings and foreign qualifications (.3); connect with depository bank contacts to gather cancellation forms for current DACAs and forms to establish new DACAs (.4); review draft undertakings and provide comments (.7); locate precedent for DACA termination and draft termination notice for Amegy account, revise draft with comments (1.6); attend checklist telephone conference with V&E (.4).
10/28/20	Will W. Bos, P.C.	0.60	Correspond with K&E team re open issues on exit facility documents.
10/28/20	Kate Deming Cavanaugh	4.20	Review and provide comments to drafts of schedules (.8); participate in telephone conference (.6); review and provide comments to control agreement (.9); coordinate good standings (.4); update closing checklist (.9); draft correspondence to Company re outstanding third party items and provide short punch list (.6).
10/28/20	Kimberly Perdue	0.40	Review debtor in possession credit agreement for potential transaction (.3); correspond with Company re same (.1).
10/28/20	Kimberly Perdue	1.80	Telephone conferences with Company and Oasis team re LC release letters and revise same.

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10/28/20	Kimberly Perdue	0.70	Correspond with K&E team re DACAs and mortgages.
10/28/20	Sara Phipps	1.50	Draft schedules to exit credit agreement.
10/28/20	Michael Schlinkert	0.70	Review and revise draft credit agreement exhibits.
10/28/20	Cem Uyar	1.20	Finalize and send DACA termination notices (.3); draft replacement DACA for Amegy account and send to K&E team for review (.8); correspond with K&E team re OAS corporate documents (.1).
10/29/20	Kate Deming Cavanaugh	3.10	Coordinate telephone conference with bondholder's counsel re credit agreement (.2); update checklist (.5); revise draft of opinion (.7); review draft of exhibits to credit agreement (.6); coordinate with local counsel re local counsel opinions (.3); review undertaking agreements (.8).
10/29/20	Kimberly Perdue	0.70	Review and revise credit agreement exhibits and correspond with K&E team re same.
10/29/20	Kimberly Perdue	0.40	Office conference with K. Cavanaugh re closing deliverables and schedules.
10/29/20	Kimberly Perdue	0.50	Revise bond release letters (.4); correspond with Company re same (.1).
10/29/20	Kimberly Perdue	0.40	Review and revise closing checklist.
10/29/20	Michael Schlinkert	1.20	Circulate precedent security agreement to B. Elliott team for review (.1); revise draft credit agreement exhibits (.7); correspond with K. Perdue re same (.1); circulate same to V&E team (.1); correspond with S. Phipps re credit agreement schedules (.2).
10/29/20	Cem Uyar	1.00	Revise draft of replacements Amegy account DACA with internal comments and send across (.4); compile list of bank accounts, contact Company re account information's accuracy and request any updates (.5); follow-up with JPMorgan re their updated DACA form (.1).
10/30/20	Tyler Burgess	0.20	Correspond with K&E team re exit credit agreement.

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10/30/20	Kate Deming Cavanaugh	5.80	Telephone conference with bondholder's counsel re exit credit agreement (.5); review insurance certificates and circulate to V&E for review (.5); finalize draft of local Texas opinion (1.1); review revised draft of exit credit agreement and draft issues list (3.7).
10/30/20	Victoria Chang	1.50	Review and revise exit facility credit agreement.
10/30/20	Rob Fowler, P.C.	0.50	Analyze draft 10-q excerpts (.3); review and revise credit agreement (.2).
10/30/20	Ammaar Joya	0.40	Review updated draft exit credit agreement.
10/30/20	Kimberly Perdue	6.00	Review and revise lender draft of credit agreement.
10/30/20	Kimberly Perdue	0.80	Prepare for and participate in telephone conference with Paul Weiss re comments to exit credit agreement and review comments re same.
10/30/20	Kimberly Perdue	0.50	Telephone conference with R. Robuck and M. Buce re open business items under draft credit agreement.
10/30/20	Kimberly Perdue	0.80	Correspond with K&E team re ancillary deliverables.
10/30/20	Sara Phipps	3.50	Revise exit facility agreement.
10/30/20	Sara Phipps	0.50	Participate in K&E team telephone conference with Paul Weiss re exit facility.
10/30/20	Ashley Pincock	3.00	Review indemnification agreement.
10/30/20	Michael Schlinkert	5.30	Telephone conference with K&E and PW teams re exit credit agreement (.6); circulate PW comments to Company, K&E team (.2); review V&E draft credit agreement and circulate to specialists for review (2.4); coordinate with S. Phipps re same (.2); review and revise draft exit credit agreement (1.7); coordinate credit agreement telephone conference with V&E team (.2).
10/30/20	Joe Tobias	0.50	Review credit agreement.
10/31/20	Will W. Bos, P.C.	1.10	Telephone conference with Company re exit facility.
10/31/20	Tyler Burgess	0.30	Review exit credit agreement (.1); correspond with K&E team and lender's counsel re same (.2).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/31/20	Kate Deming Cavanaugh	3.80	Finalize draft of issues list (1.4); participate in telephone conference with V&E re outstanding issues (1.0); participate in telephone conference with Company re outstanding issues (1.4).
10/31/20	Victoria Chang	1.90	Review and revise exit facility credit agreement.
10/31/20	Brandon Conrad Elliott	9.30	Revise draft guaranty and security agreement (4.0); review same (.5); telephone conferences with lender's counsel and Company (2.8); revise draft credit agreement (2.0).
10/31/20	Ammaar Joya	0.50	Review updated draft exit credit agreement (.3); correspond with K&E team re same (.2).
10/31/20	Kimberly Perdue	2.00	Prepare for and attend telephone conference with V&E re draft exit credit agreement.
10/31/20	Kimberly Perdue	1.40	Review and revise credit agreement per discussions.
10/31/20	Kimberly Perdue	0.80	Correspond with R. Robuck and K&E team re open items under exit facility agreement.
10/31/20	Kimberly Perdue	1.30	Prepare for and attend telephone conference with Oasis and advisor team re exit facility.
10/31/20	Sara Phipps	4.30	Revise exit facility agreement.
10/31/20	Sara Phipps	1.00	Telephone conference with K&E team, Oasis re exit facility agreement.
10/31/20	Sara Phipps	1.50	Telephone conference with opposing counsel re exit facility agreement.
10/31/20	Carleigh Trappe Rodriguez	1.00	Review credit agreement (.3); comment on same (.3); correspond with K&E team re same (.4).
10/31/20	Drue A. Santora	0.50	Review credit agreement and correspond with M. Schlinkert re same.
10/31/20	Michael Schlinkert	6.70	Review draft exit credit agreement and specialist comments (2.3); revise re same (3.3); circulate same to K&E team (.1); correspond with S. Phipps re coordinating telephone conference with Company (.2); telephone conference with K&E and V&E teams re exit credit agreement (.8).
10/31/20	Joe Tobias	1.70	Review credit agreement.
11/01/20	Brandon Conrad Elliott	4.50	Draft Credit Agreement (3.2); revise re same (1.3).

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11/01/20	Kimberly Perdue	0.30	Correspond with Company re changes to exit credit agreement.
11/01/20	Kimberly Perdue	1.50	Review and revise revised exit credit agreement.
11/01/20	Michael Schlinkert	3.20	Review specialist comments and revise draft credit agreement (1.1); correspond with K. Perdue and R. Robuck re same (.5); circulate draft credit agreement to V&E and PW teams (1.6).
11/02/20	Kate Deming Cavanaugh	5.10	Review draft of credit agreement (3.9); review good standing certificates (1.2).
11/02/20	Kimberly Perdue	0.40	Review and revise side letter.
11/02/20	Kimberly Perdue	0.50	Review and revise draft schedule to credit agreement.
11/02/20	Sara Phipps	1.20	Review and revise schedules to Exit Credit Agreement and related matters.
11/02/20	Cem Uyar	1.20	Revise DevCo Undertakings (1.0); correspond with opposing counsel re DACA form (.1); correspond with K&E team re same (.1).
11/03/20	Kate Deming Cavanaugh	1.00	Review and provide comments to drafts of schedules (.8); review ICA deliverables (.2).
11/03/20	Kimberly Perdue	2.00	Review and revise security agreement.
11/03/20	Kimberly Perdue	0.30	Correspond with K&E team re schedules and ancillary documents.
11/03/20	Kimberly Perdue	1.40	Review and revise lender comments to exit credit agreement and prepare for filing.
11/03/20	Kimberly Perdue	2.50	Telephone conferences with V&E, PWP and Company teams re credit agreement and closing documents.
11/03/20	Sara Phipps	0.80	Review and revise schedules to Exit Credit Agreement.
11/03/20	Michael Schlinkert	1.10	Review K. Perdue's comments, revise draft credit agreement and circulate to V&E team and Oasis (.7); correspond with PW team re same (.2); correspond with A. Gains re posting version credit agreement (.2).
11/03/20	Cem Uyar	1.00	Revise DevCo Undertakings with additional comments and send across (.3); review and send internal comments on Debt Designation (.4); revise draft DACA and send internally for review (.3).

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11/04/20	Kate Deming Cavanaugh	3.80	Revise drafts of release letters for L/Cs (.6); review drafts of DACAs and provide comments (1.0); revise draft of opinion. (.3); review organizational documents (1.2); revise draft of the checklist (.7).
11/04/20	Brandon Conrad Elliott	1.50	Review draft Amegy Bank Deposit Account Control Agreement (.7); review draft JPM Account Control Agreement (.8).
11/04/20	Kimberly Perdue	0.20	Review and revise K&E finance opinion.
11/04/20	Kimberly Perdue	1.30	Correspond with Company and Katten re LC release and review and revise same.
11/04/20	Kimberly Perdue	0.20	Review revised exhibits and correspond with K&E team re same.
11/04/20	Kimberly Perdue	0.30	Review revised DACAs and correspond with V&E and K&E teams re same.
11/04/20	Michael Schlinkert	0.30	Review draft exhibits to credit agreement and correspond with S. Phipps and K. Perdue re same.
11/04/20	Cem Uyar	0.60	Communicate with depository bank re DACA language and compare such language to precedent DACAs (.4); correspond with K&E team, K. Perdue re same (.2).
11/05/20	Kate Deming Cavanaugh	3.90	Participate in K&E team checklist status telephone conference (.5); revise drafts of L/C side letters (1.9); review and revise security agreement schedules (1.5).
11/05/20	Brandon Conrad Elliott	4.00	Revise draft JPM BACA (1.0); revise draft Amegy DACA (1.0); internal status update telephone conference (.5); correspond re draft Security Agreement Schedules with C. Uyar (1.0); review revised draft Security Agreement (.5).
11/05/20	Kimberly Perdue	0.50	Office conferences with K&E team re comments to DACAs, security agreement and DevCo undertakings.
11/05/20	Kimberly Perdue	1.70	Review and revise schedules and exhibits and correspond with V&E and K&E teams re same.
11/05/20	Kimberly Perdue	0.50	Correspond with Company and Katten re LC release and review revisions to same.
11/05/20	Kimberly Perdue	0.30	Correspond with K. Cavanaugh re opinions.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 DIP and Cash Collateral

Invoice Number: 1050037458
 Matter Number: 48745-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/05/20	Sara Phipps	2.00	Review and revise schedules to Exit Guaranty & Security Agreement (1.6); telephone conference with K&E team re same (.4).
11/05/20	Michael Schlinkert	2.40	Review and revise draft mortgage (.8); review and contrast to precedent mortgages (.8); correspond with K. Perdue re same (.3); telephone conference with K&E team re internal status and timelines of outstanding deliverables (.5).
11/05/20	Cem Uyar	3.90	Attend telephone conference with K&E team re DACAs (.4); revise DACAs and distribute to K&E team for review (.6); review DevCo Undertakings and provide internal comments (.6); prepare execution version of Side Letter Agreement (.6); revise DACA with internal comments (.6); draft confirmation list of threshold amounts from Exit Guaranty and Security Agreement for Company's review (1.1).
11/06/20	Kate Deming Cavanaugh	2.70	Participate in checklist telephone conference with opposing counsel (.5); participate in telephone conference with Company to discuss schedules to credit agreement and security agreement (.5); review and revise drafts of security agreement schedules and circulate to opposing counsel and Company (.8); coordinate drafting of ancillary deliverables, including precedent search and telephone conference to discuss (.4); finalize drafts of L/C release letters and circulate to V&E for review (.5).
11/06/20	Brandon Conrad Elliott	1.50	Discuss schedules to credit agreement with K&E team (.5); telephone conference re closing checklist status (.5); review revised draft Security Agreement (.5).
11/06/20	Bryan Musick	2.50	Correspond with Company re Mortgage Exhibits.
11/06/20	Kimberly Perdue	1.20	Prepare for and attend telephone conference with Company, K&E team to discuss schedules and security agreement.
11/06/20	Kimberly Perdue	1.00	Prepare for and attend closing checklist telephone conference with V&E.

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Invoice Number: 1050037458
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/06/20	Kimberly Perdue	0.40	Telephone conference with Company re credit agreement schedules (.3); correspond with K&E team re same (.1).
11/06/20	Kimberly Perdue	0.10	Revise exhibits to credit agreement.
11/06/20	Kimberly Perdue	0.30	Correspond with K&E team re mortgages and final DIP order.
11/06/20	Sara Phipps	0.50	Closing checklist telephone conference with opposing counsel.
11/06/20	Sara Phipps	0.70	Telephone conference with Company re schedules to credit agreement.
11/06/20	Sara Phipps	0.60	Draft Omnibus Secretary's certificate.
11/06/20	Sara Phipps	1.80	Review and revise schedules to Exit Guaranty and Security Agreement.
11/06/20	Michael Schlinkert	2.70	Correspond with K. Perdue re draft exhibits to credit agreement (.3); review and revise same (1.7); circulate revised exhibits to V&E team (.2); telephone conference with V&E team re closing checklist (.3); telephone conference with K&E team re credit documentation (.2).
11/06/20	Cem Uyar	4.40	Attend telephone conference with V&E to run through closing checklist (.5); attend telephone conference with Company to discuss credit agreement schedules (.8); draft omnibus resolutions and distribute to K&E team for review (2.9); revise guaranty and security agreement (.2).
11/07/20	Bryan Musick	2.00	Provided assistance Company re Mortgage Exhibits.
11/07/20	Kimberly Perdue	0.20	Review DACAs and correspond with K&E team re same.
11/08/20	Bryan Musick	5.00	Correspond with Company re perfection analysis (1.1); correspond with same re Mortgage threshold (1.7); review exit facility exhibits re same (2.2).
11/08/20	Kimberly Perdue	0.50	Review and revise analysis of collateral requirements re Company question and correspond with Company and K&E teams re same.
11/08/20	Kimberly Perdue	0.30	Review and revise mortgage opinion.
11/08/20	Kimberly Perdue	4.00	Review and revise form of mortgage.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/08/20	Michael Schlinkert	3.90	Draft officer's closing certificate and correspond with K. Cavanaugh re same (1.1); review and revise draft mortgage and correspond with K. Perdue re same (2.4); correspond with K&E team re Texas mortgage requirements (.4).
11/08/20	Cem Uyar	0.10	Distribute existing mortgage to K&E team.
11/09/20	Kate Deming Cavanaugh	5.20	Revise draft of corporate opinion (3.1); coordinate and review opinion diligence (.9); review and provide comments to resolutions and secretary's certificate (1.2).
11/09/20	Brandon Conrad Elliott	2.50	Telephone conference re update status (.5); revise draft Security Agreement (1.0); review correspondence re emergence plan (.5); review LC Analysis (.5).
11/09/20	Bryan Musick	2.00	Pulled copies of the supplemental mortgages filed in Ward, Winkler and Loving County by OPP.
11/09/20	Kimberly Perdue	0.20	Correspond with Company re security agreement schedules.
11/09/20	Kimberly Perdue	1.30	Office conferences with K&E team re exit facility opinions and related diligence.
11/09/20	Kimberly Perdue	0.40	Review and revise mortgage.
11/09/20	Sara Phipps	0.30	Review and revise schedules to Exit Guaranty and Security Agreement.
11/09/20	Sara Phipps	1.30	Review and revise Opinion Diligence Checklist.
11/09/20	Michael Schlinkert	1.90	Correspond with K. Perdue and A. Van Noord re Texas mortgage (.3); revise draft mortgage and circulate to V&E team (1.1); review precedent compliance certificates (.3); weekly advisor telephone conference call (.2).
11/09/20	Cem Uyar	1.80	Revise resolutions and distribute to K&E derivatives team for review and comment (.2); correspond with K&E team re open point on DACAs and distribute revised DACAs to depository banks (.7); revise security agreement schedules and distribute to V&E (.9).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/10/20	Kate Deming Cavanaugh	5.50	Revise schedules to security agreement and credit agreement (.8); review UCCs (.6); participate in small group telephone conference (.5); draft signature pages (1.0); review and provide comments to Texas release of liens (1.1); revise opinion drafts (1.5).
11/10/20	Brandon Conrad Elliott	2.50	Respond to queries re deposit account control agreement (.5); revise draft Security Agreement (1.0); participate in telephone conference with K&E team re status of transaction and advisors call (1.0).
11/10/20	Kimberly Perdue	2.50	Review and revise credit agreement and correspond with Company re same.
11/10/20	Kimberly Perdue	0.40	Review and revise DevCo undertakings.
11/10/20	Kimberly Perdue	2.00	Review and revise security agreement and mortgage.
11/10/20	Kimberly Perdue	0.30	Review and revise closing certificates.
11/10/20	Kimberly Perdue	1.30	Review and revise opinions.
11/10/20	Kimberly Perdue	0.40	Correspond with ETP counsel, Company and V&E re LC release letters.
11/10/20	Sara Phipps	2.00	Review and revise closing checklist.
11/10/20	Sara Phipps	1.50	Conduct opinion diligence.
11/10/20	Sara Phipps	1.30	Review lien search results.
11/10/20	Michael Schlinkert	3.90	Correspond with K. Perdue re draft mortgages and review the same (.4); review and revise draft closing certificate and correspond with K. Cavanaugh and K. Perdue re same (1.1); circulate draft closing certificate to V&E team (.2); analyze precedent compliance certificates and correspond with K. Perdue re same (1.1); telephone conference with V&E team and B. Elliott re security agreement and compliance certificate (.3); research V&E precedent compliance certificates (.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/10/20	Cem Uyar	5.10	Distribute revised draft of credit agreement to V&E and PWP (.2); revise resolutions with input from K&E team and distribute to K&E team (.4); revise DACA with comments from JPM and internal input and distribute to V&E for review/comments (.8); correspond with V&E following document requests (.2); revise DevCo Undertakings and distribute to V&E (.7); review lien searches received from V&E (1.9); correspond with K&E team re comments on findings (.9).
Total		513.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037459

Client Matter: 48745-9

In the Matter of Corporate Gov. & Securities Matters

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 502,525.00

Total legal services rendered

\$ 502,525.00

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Corporate Gov. & Securities Matters

Invoice Number: 1050037459
 Matter Number: 48745-9

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Benjamin J. Adelson	10.50	1,165.00	12,232.50
Douglas E. Bacon, P.C.	8.00	1,495.00	11,960.00
Michael K. Bassi	104.70	740.00	77,478.00
Will W. Bos, P.C.	1.10	1,545.00	1,699.50
Kate Deming Cavanaugh	1.30	965.00	1,254.50
Victoria Chang	5.50	785.00	4,317.50
Austin S. Elliott	31.40	845.00	26,533.00
Brandon Conrad Elliott	3.50	1,085.00	3,797.50
Jeremy A. Fielding, P.C.	0.50	1,295.00	647.50
Robert S. Fleishman	0.50	1,325.00	662.50
Rob Fowler, P.C.	1.20	1,445.00	1,734.00
Brian Guerinot	1.50	740.00	1,110.00
Lance Kurtis Hancock	125.10	1,135.00	141,988.50
Ed Hossain	3.40	740.00	2,516.00
Chad J. Husnick, P.C.	0.30	1,595.00	478.50
Ammaar Joya	1.20	740.00	888.00
John Kleinjan	1.60	1,035.00	1,656.00
Library Factual Research	2.50	375.00	937.50
Shaun J. Mathew, P.C.	16.50	1,215.00	20,047.50
Ryan D. McNamara	9.50	740.00	7,030.00
Danny Nappier	26.50	1,085.00	28,752.50
Robert Orren	0.40	445.00	178.00
Matt Pacey, P.C.	43.80	1,545.00	67,671.00
Kimberly Perdue	2.40	1,335.00	3,204.00
Ashley Pincock	43.50	610.00	26,535.00
Michael Wayne Rigdon	46.70	1,175.00	54,872.50
Anna G. Rotman, P.C.	0.50	1,425.00	712.50
Joe Tobias	1.40	1,165.00	1,631.00
TOTALS	495.00		\$ 502,525.00

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
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Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Lance Kurtis Hancock	4.20	Review and revise filing 8-K (1.2); prepare 8-K exhibits (1.5); review and revise 8-K re Oasis Midstream amended LLC agreements (1.5).
09/30/20	Matt Pacey, P.C.	1.50	Telephone conference with Company and K&E team re bankruptcy filing and SEC matters.
09/30/20	Michael Wayne Rigdon	1.20	Correspond with K&E team re filing, 8-K and exchange matters.
10/01/20	Michael K. Bassi	1.70	Review Form 8-K re debtor in possession credit agreement and delisting notice (.8); revise re same (.9).
10/01/20	Austin S. Elliott	1.40	Participate in telephone conference with M. Pacey, M. Rigdon and L. Hancock re emergence documentation (.3); participate in closing coordination telephone conference with K&E team (.4); prepare emergence materials (.7).
10/01/20	Lance Kurtis Hancock	1.70	Review working group list (.2); draft closing checklist (.8); research re Nasdaq matters (.7).
10/01/20	Matt Pacey, P.C.	1.30	Coordinate corporate closing matters.
10/01/20	Michael Wayne Rigdon	2.30	Telephone conferences with K&E team, A. Gains re case status (.2); coordinate re transaction matters (.7); coordinate re post-filing matters (.9); coordinate re governance items (.5).
10/02/20	Benjamin J. Adelson	0.50	Prepare for and participate in telephone conference with K&E team re corporate governance and related matters.
10/02/20	Michael K. Bassi	3.10	Draft Form 8-K re delisting notice (1.9); review emergence checklist (.3); prepare for and participate in telephone conference with NASDAQ re new equity issuance and delisting (.9).
10/02/20	Austin S. Elliott	2.30	Review and revise internal transactions checklist (.8); telephone conference with NASDAQ representative re requirements for listing (.5); review and revise 8-K re delisting determination (1.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/02/20	Lance Kurtis Hancock	3.20	Prepare for and participate in telephone conference re governance matters (.7); draft capital markets checklist for closing documents (1.1); correspond with KCC re capital markets items (.2); coordinate and prepare for delisting 8-K (1.2).
10/02/20	Chad J. Husnick, P.C.	0.30	Correspond and conference with K&E team, J. Luze re director search issues.
10/02/20	Matt Pacey, P.C.	1.30	Coordinate governance matters.
10/02/20	Michael Wayne Rigdon	2.50	Coordinate re governance items (.9); review and coordinate checklist and bankruptcy, emergence planning (1.6).
10/03/20	Benjamin J. Adelson	0.50	Telephone conference with M. Rigdon re corporate governance matters and correspondence with K&E team re same.
10/03/20	Michael K. Bassi	0.50	Review corporate governance documents and summaries.
10/03/20	Shaun J. Mathew, P.C.	1.00	Analyze governance matters (.8); correspond with K&E team re same (.2).
10/03/20	Ryan D. McNamara	0.40	Revise governance summary chart.
10/03/20	Michael Wayne Rigdon	0.50	Coordinate re bankruptcy and emergence planning items and checklist preparation (.4); coordinate re governance items (.1).
10/04/20	Benjamin J. Adelson	6.00	Draft corporate governance and corporate considerations slide deck and correspond with D. Nappier, D. Bacon and S. Mathew re same.
10/04/20	Michael K. Bassi	0.80	Review corporate governance summaries (.6); correspond with K&E team re same (.2).
10/04/20	Lance Kurtis Hancock	0.70	Revise workstream tracker for closing documents.
10/04/20	Danny Nappier	1.00	Analyze precedent corporate governance presentations.
10/04/20	Michael Wayne Rigdon	0.30	Coordinate re bankruptcy and emergence planning items (.1); review emergence checklist (.1); coordinate re governance slides (.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/05/20	Benjamin J. Adelson	1.50	Prepare for and participate in telephone conference among K&E team re corporate governance and related matters (.8); correspond with K&E, team re corporate governance matters (.2); telephone conference with D. Nappier re corporate governance deck (.2); review corporate governance deck and correspond with K&E team re same (.3).
10/05/20	Michael K. Bassi	1.70	Research re Section 16 reporting and Company shares.
10/05/20	Kate Deming Cavanaugh	0.50	Participate and take notes on advisor call re governance issues.
10/05/20	Austin S. Elliott	0.40	Telephone conference with KCC re emergence (.2); participate in check-in telephone conference with K&E team (.2).
10/05/20	Brian Guerinot	1.50	Prepare for and attend telephone conference with K&E team re governance board presentation (.7); coordinate edits with K&E team re same (.8).
10/05/20	Lance Kurtis Hancock	3.00	Prepare for and participate in telephone conference with KCC re capital markets matters (.6); correspond with Perella re round lot holder analysis (.2); research and analysis re section 16 matters (2.2).
10/05/20	Ed Hossain	1.30	Telephone conference with K&E team re governance documents (.3); revise presentation re governance documents (1.0).
10/05/20	Library Factual Research	1.00	Research re diversity on corporate boards.
10/05/20	Shaun J. Mathew, P.C.	2.00	Analyze bylaws and governance matters (1.5); correspond with K&E team (.2); prepare materials (.3).
10/05/20	Danny Nappier	10.00	Participate in telephone conference with K&E team re corporate governance presentations (1.0); draft corporate governance presentation (3.7); revise re same (1.7); review and update precedent corporate governance presentations (3.6).
10/05/20	Matt Pacey, P.C.	1.00	Coordinate capital markets matters.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/05/20	Michael Wayne Rigdon	2.30	Coordinate re bankruptcy and emergence planning items (.1); coordinate re governance (.2); review DIP 8-K (.9); review governance/bylaws slides (.3); attend telephone conferences with K&E team re same (.4); correspond re trust securities law obligations (.1); telephone conference with KCC (.3).
10/06/20	Benjamin J. Adelson	0.20	Correspond re corporate governance deck with K&E, M&A teams.
10/06/20	Michael K. Bassi	1.00	Review Nasdaq checklist (.3); review warrant agreement (.7).
10/06/20	Lance Kurtis Hancock	1.20	Telephone conference with K&E team re capital markets items (.3); review restructuring term sheet and analysis re term of warrants (.6); review Nasdaq listing matters (.3).
10/06/20	Shaun J. Mathew, P.C.	2.00	Review and revise governance materials (1.7); correspond with K&E team re same (.3).
10/06/20	Danny Nappier	4.00	Analyze comments on Company corporate governance presentation (1.0); revise Company corporate governance presentation (3.0).
10/06/20	Robert Orren	0.40	Distribute precedent to D. Nappier re post emergence corporate documents.
10/06/20	Matt Pacey, P.C.	0.90	Telephone conference with management re corporate work streams.
10/06/20	Michael Wayne Rigdon	3.30	Telephone conferences with K&E team and Company re checklists and bankruptcy, emergence processes (.6); coordinate workstream re same (.3); review governance matters (.8); telephone conference with creditors counsel re next steps (.8); review and respond to questions re Form 4 (.8).
10/07/20	Benjamin J. Adelson	0.80	Review and comment on corporate governance deck (.4); correspond with D. Nappier re same (.4).
10/07/20	Michael K. Bassi	0.50	Review Nasdaq listing standards and new warrants agreement (.4); correspond with K&E team re same (.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/07/20	Austin S. Elliott	0.60	Telephone conference re NASDAQ and documentation required for application with M. Bassi and R. McNamara.
10/07/20	Lance Kurtis Hancock	1.50	Correspond with K&E team re Nasdaq listing tiers (.2); correspond with Nasdaq re listing (.3); telephone conference with K&E team re capital markets emergence matters (.3); draft corporate governance presentation (.7).
10/07/20	Ryan D. McNamara	0.30	Prepare for and participate in telephone conference with A. Elliott and M. Bassi re Nasdaq listing.
10/07/20	Danny Nappier	5.80	Analyze precedent presentations for Company corporate governance presentation (.5); analyze comments on Company corporate governance presentation (1.5); analyze Company charter and bylaws (.7); revise Company corporate governance presentation (3.1).
10/07/20	Matt Pacey, P.C.	1.00	Coordinate capital markets work streams.
10/07/20	Michael Wayne Rigdon	1.30	Review FAQs re corporate items (.7); coordinate workstreams re BK and emergence planning items (.6).
10/08/20	Michael K. Bassi	4.00	Draft Nasdaq listing application (2.8); correspond with Listing Center and K&E team re same (.7); draft warrant agreement (.5).
10/08/20	Austin S. Elliott	0.60	Correspond with K&E team and Company re NASDAQ listing application and process with Nasdaq representative (.4); finalize listing application (.2).
10/08/20	Brandon Conrad Elliott	2.50	Review draft 8-K (1.0); correspond with K. Perdue re same (.3); revise draft 8-K (.5); attention to draft effective date memorandum (.7).
10/08/20	Lance Kurtis Hancock	6.50	Draft debtor in possession credit agreement 8-K (1.6); draft documents for listing application matters (2.2); research re section 16 matters (1.5); revise emergence day checklist (.5); correspond with K&E team re DTC matters (.3); research re conformed signatures (.4).
10/08/20	Shaun J. Mathew, P.C.	1.50	Analyze governance matters (.4); correspond with K&E team re same (.4); revise materials re same (.7).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/08/20	Ryan D. McNamara	0.30	Prepare for and participate in telephone conference with K&E team re Nasdaq re-listing requirements.
10/08/20	Danny Nappier	2.20	Draft Company governance and other considerations presentation.
10/08/20	Matt Pacey, P.C.	0.50	Conference with management re governance matters.
10/08/20	Michael Wayne Rigdon	2.80	Respond to securities questions (.6); telephone conference re checklist and NASDAQ (.9); coordinate re sequencing, timeline planning (.6); coordinate re emergence preparation (.7).
10/09/20	Michael K. Bassi	2.00	Draft NASDAQ initial listing application (1.0); draft warrant agreement (1.0).
10/09/20	Lance Kurtis Hancock	1.20	Telephone conference with Perella re round-lot holder matters (.8); research restructuring term sheet matters (.4).
10/09/20	Ed Hossain	2.10	Revise presentation re governance docs.
10/09/20	Shaun J. Mathew, P.C.	0.50	Analyze governance matters (.3); correspond with K&E team re same (.2).
10/09/20	Danny Nappier	1.00	Revise Company presentation re governance matters.
10/11/20	Michael Wayne Rigdon	0.30	Research and respond to Company questions re governance issues.
10/12/20	Michael K. Bassi	3.50	Revise NASDAQ listing application (1.3); correspond with K&E team re same (.2); draft warrant agreement (2.0).
10/12/20	Austin S. Elliott	0.30	Participate in check-in telephone conference with K&E team re emergence matters.
10/12/20	Lance Kurtis Hancock	5.50	Research re section 16 matters (1.1); draft warrant agreement (2.3); telephone conference with K&E team re capital markets matters (.3); draft documents re listing application (.9); correspond with K&E team re round lot holder estimate (.3); revise emergence checklist (.6).
10/12/20	Matt Pacey, P.C.	1.10	Coordinate capital markets matters.
10/12/20	Michael Wayne Rigdon	1.80	Review emergence planning and transaction matters.
10/13/20	Michael K. Bassi	3.50	Review warrant agreement (2.0); review registration statement post-effective amendments (1.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/13/20	Lance Kurtis Hancock	4.00	Telephone conference with K&E team, A. Gains re case status (.6); revise emergence checklist (.2); draft warrant agreement (.2); research re active registration statements (.4); research, analyze charter and bylaws (2.6).
10/13/20	Danny Nappier	1.00	Review lender drafts of Company bylaws and certificate of incorporation.
10/13/20	Matt Pacey, P.C.	0.90	Review warrant agreement.
10/13/20	Michael Wayne Rigdon	0.90	Review governance, warrants and emergence planning matters.
10/14/20	Michael K. Bassi	5.40	Review and revise NASDAQ listing application and correspond with Listing Center re same (1.4); review and revise warrant agreement (2.2); analyze 10-Q precedent re chapter 11 risk factors (1.8).
10/14/20	Austin S. Elliott	1.30	Review and revise 10-Q (.3); prepare bankruptcy risk factors comparison (.3); draft bankruptcy-related risk-factors (.7).
10/14/20	Lance Kurtis Hancock	3.70	Correspond with KCC re DTC letter (.2); draft warrants agreement (1.7); correspond with K&E team re 10-Q matters (.3); review charter and bylaws (.4); draft documents for listing application (.8); correspond with K&E team re round lot holder analysis (.3).
10/14/20	Shaun J. Mathew, P.C.	1.00	Analyze governance matters (.7); correspond with K&E team, L. Hancock re same (.3).
10/14/20	Matt Pacey, P.C.	1.80	Review organizational documents.
10/15/20	Michael K. Bassi	4.70	Analyze corporate governance documents (.3); review and revise 10-Q risk factors re chapter 11 cases (3.2); review and revise warrant agreement (1.2).
10/15/20	Austin S. Elliott	0.20	Participate in weekly K&E team coordination telephone conference re governance issues.
10/15/20	Lance Kurtis Hancock	5.70	Telephone conference with K&E team re case status (.6); telephone conference with K&E team re capital markets matters (.3); prepare for and participate in telephone conference re charter and bylaws with K&E team (2.2); draft risk factor rider (1.5); revise governance presentation (.3); correspond with K&E team re OMP 10-Q (.2); research re proxy access and indemnity provisions in post-emergence organizational documents (.6).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Corporate Gov. & Securities Matters

Invoice Number: 1050037459
Matter Number: 48745-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/15/20	Ryan D. McNamara	0.50	Prepare for and participate in telephone conference re capital markets updates with K&E team, A. Elliott (.2); research and analyze precedent public filings of master limited partnerships (.3).
10/15/20	Matt Pacey, P.C.	2.00	Participate in status telephone conferences with K&E team re documentation updates (.2); conference with management re corporate matters (1.8).
10/15/20	Michael Wayne Rigdon	2.00	Telephone conferences with K&E team (.2); coordinate re governance and warrant agreement (.7); review 10-Q risk factors (1.1).
10/16/20	Michael K. Bassi	1.10	Review and revise Form 10-Q (.7); analyze post-chapter 11 filing precedent for master limited partnerships (.4).
10/16/20	Lance Kurtis Hancock	0.50	Correspond with Nasdaq analyst.
10/16/20	Library Factual Research	1.50	Research re Master Limited Partnerships.
10/16/20	Ryan D. McNamara	4.80	Revise OMP 10-Q re Quarter 3 (1.2); review precedent quarterly filings re master limited partnerships and chapter 11 (2.5); summarize findings re same (1.1).
10/16/20	Michael Wayne Rigdon	1.30	Telephone conference with Paul Weiss re transaction documents (.6); coordinate with same and K&E team re transaction matters (.7).
10/17/20	Michael K. Bassi	0.50	Review and revise Form 10-Q (.2); analyze post-chapter 11 filing precedent for master limited partnerships (.3).
10/17/20	Lance Kurtis Hancock	2.50	Review precedent organizational documents (.8); draft certificate of incorporation and bylaws (1.7).
10/18/20	Douglas E. Bacon, P.C.	2.50	Correspond with K&E team re corporate issues.
10/18/20	Michael K. Bassi	1.50	Review and revise Form 10-Q (.6); analyze post-chapter 11 filing precedent for master limited partnerships (.9).
10/18/20	Lance Kurtis Hancock	4.50	Draft certificate of incorporation and bylaws (2.9); correspond with K&E team re same (.5); draft Oasis midstream 10-Q (1.1).
10/18/20	Shaun J. Mathew, P.C.	2.00	Review and revise organizational documents (1.7); correspond with K&E team, L. Hancock re same (.3).
10/18/20	Ryan D. McNamara	0.80	Revise 10-Q for Quarter 3.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/18/20	Michael Wayne Rigdon	0.80	Coordinate re governance matters.
10/19/20	Douglas E. Bacon, P.C.	2.00	Correspond with K&E team re corporate issues.
10/19/20	Michael K. Bassi	1.70	Prepare for and participate in telephone conference with K&E team re NASDAQ listing application and corporate governance matters (.5); analyze corporate governance charters, policies and director and officer questionnaire (1.2).
10/19/20	Lance Kurtis Hancock	4.30	Conference with K&E team re Capital markets issues (.2); draft certificate of incorporation and bylaws (2.6); revise governance presentation (.4); draft Oasis midstream 10-Q (.6); telephone conference with Nasdaq analyst and correspond re same (.5).
10/19/20	Shaun J. Mathew, P.C.	3.00	Review and revise bylaws (2.6); correspond with K&E team, L. Hancock re same (.4).
10/19/20	Ryan D. McNamara	0.50	Revise 10-Q for Quarter 3 (.3); prepare for and participate in telephone conference with K&E team re current workstreams (.2).
10/19/20	Matt Pacey, P.C.	1.80	Coordinate re communication matters (.7); review and revise documentation (1.1).
10/19/20	Michael Wayne Rigdon	1.30	Coordinate re governance and emergence preparation matters (.7); telephone conference with K&E team re checklist (.6).
10/19/20	Anna G. Rotman, P.C.	0.50	Review revised bylaws.
10/20/20	Michael K. Bassi	0.70	Analyze NASDAQ quantitative listing standards.
10/20/20	Austin S. Elliott	0.20	Review and revise 10-Q.
10/20/20	Lance Kurtis Hancock	0.50	Correspond with K&E team re Nasdaq matters (.2); draft certificate of incorporation (.3).
10/20/20	Matt Pacey, P.C.	2.00	Coordinate governance matters and documentation (1.3); telephone conference with K&E team re communication workstream (.7).
10/20/20	Michael Wayne Rigdon	1.80	Coordinate re emergence documentation and related checklist items (1.1); telephone conference with K&E team re communications matters (.7).
10/21/20	Michael K. Bassi	1.20	Review and revise form 10-Q (.9); review and revise equity listing estimates (.3).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
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Invoice Number: 1050037459
Matter Number: 48745-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/21/20	Austin S. Elliott	3.20	Review OAS 10-Q (2.1); revise re same (1.1).
10/21/20	Lance Kurtis Hancock	1.50	Draft bylaws (.9); draft Oasis 10-Q (.6).
10/21/20	Shaun J. Mathew, P.C.	1.00	Review and revise bylaws (.8); correspond with K&E team, L. Hancock re same (.2).
10/21/20	Matt Pacey, P.C.	1.70	Telephone conference with K&E team re communications (.5); review governance documents (1.2).
10/21/20	Michael Wayne Rigdon	0.80	Review 10-Qs.
10/22/20	Michael K. Bassi	0.50	Prepare for and participate in K&E team coordination call (.2); revise equity interest recovery estimates (.3).
10/22/20	Austin S. Elliott	0.40	Review and revise 10-Q.
10/22/20	Lance Kurtis Hancock	2.50	Telephone conference with K&E team re governance matters (1.0); draft organizational documents and correspondence re same (.2); correspond with K&E team re risk factors (.5); draft 10-Q and correspond re same (.8).
10/22/20	Shaun J. Mathew, P.C.	1.00	Telephone conference with Company re case updates (.4); analyze governance matters (.6).
10/22/20	Matt Pacey, P.C.	3.70	Participate in telephone conference with K&E team re governance issues (.2); telephone conference with same and Company re governance documents (1.4); review documents re same (1.0); telephone conference re communication strategy (1.1).
10/22/20	Michael Wayne Rigdon	2.30	Telephone conferences with K&E team re checklist and communications (1.1); telephone conference with Company re governance discussion (1.1); telephone conference with K&E team re internal coordination (.1).
10/23/20	Douglas E. Bacon, P.C.	2.50	Correspond with K&E team re corporate issues.
10/23/20	Michael K. Bassi	2.70	Analyze financial and liquidity NASDAQ listing requirements (1.0); analyze bylaw indemnification provisions (1.7).
10/23/20	Victoria Chang	0.30	Review 10-Q.
10/23/20	Austin S. Elliott	0.50	Review and revise 10-Q (.3); review and revise certificate of incorporation (.2).
10/23/20	Lance Kurtis Hancock	0.70	Telephone conference with K&E team re organizational documents (.5); revise certificate of incorporation (.2).

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Corporate Gov. & Securities Matters

Invoice Number: 1050037459
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/23/20	Matt Pacey, P.C.	1.20	Coordinate governance documents (.3); conference with Company re onboarding (.9).
10/23/20	Kimberly Perdue	0.30	Review LLC agreement and resolutions re potential amendment.
10/23/20	Michael Wayne Rigdon	0.80	Coordinate re governance items.
10/24/20	Will W. Bos, P.C.	1.10	Review issues list and correspond re same.
10/24/20	Victoria Chang	0.70	Review and revise 10-Q.
10/25/20	Michael K. Bassi	3.90	Analyze bylaw indemnification provisions (3.1); correspond with K&E team re same (.8).
10/25/20	Victoria Chang	3.30	Review and revise 10-Q for third quarter of 2020.
10/25/20	Lance Kurtis Hancock	4.20	Research and analysis re Bylaw Indemnity provisions and draft comparison chart.
10/25/20	Michael Wayne Rigdon	0.50	Review and revise indemnity chart.
10/26/20	Michael K. Bassi	6.90	Review and revise corporate charters (2.1); same re corporate policies (1.3); review and revise director and officer questionnaire (.8); draft NASDAQ financial and liquidity requirements analysis (2.7).
10/26/20	Victoria Chang	1.20	Review and revise 10-Q for third quarter of 2020.
10/26/20	Austin S. Elliott	0.80	Review and revise 10-Q (.3); participate in check in telephone conference with K&E team (.5).
10/26/20	Jeremy A. Fielding, P.C.	0.50	Review and analyze indemnification language in by-laws.
10/26/20	Lance Kurtis Hancock	4.50	Telephone conferences re documentation status and capital markets matters (1.4); work on bylaw indemnification provisions (1.0); correspondence re Nasdaq and governance matters (1.2); work on 10-Q (.9).
10/26/20	Matt Pacey, P.C.	2.50	Review and revise indemnification (1.8); telephone conference with Company re governance matters (.5); coordinate bylaw revisions (.2).
10/26/20	Ashley Pincock	4.20	Telephone conference with M. Bassi re corporate governance policies (.9); revise existing corporate governance documents according to K&E policy forms (3.3).
10/26/20	Ashley Pincock	0.30	Telephone conference with L. Hancock re case project and governance issues.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/26/20	Michael Wayne Rigdon	1.00	Telephone conferences with K&E team re checklist and planning calls (.5); coordinate re governance documentation (.5).
10/26/20	Joe Tobias	1.40	Review 10-Q.
10/27/20	Douglas E. Bacon, P.C.	1.00	Review corporate documents.
10/27/20	Michael K. Bassi	7.20	Review and revise corporate governance charters (1.1); review and revise policies (2.3); review and revise director and officer questionnaire (1.8); review and revise Form 10-Q (2.0).
10/27/20	Austin S. Elliott	0.50	Review and revise 10-Q (.4); review charter amendment documents (.1).
10/27/20	Lance Kurtis Hancock	4.50	Telephone conferences with K&E team re documentation status, warrant agreement, Charter and Bylaws (2.1); work on bylaws (1.3); correspond re indemnification agreement and warrant agreement (.8); research re charter amendments (.3).
10/27/20	Shaun J. Mathew, P.C.	1.50	Telephone conference with creditors' counsel re corporate documents (1.2); correspond with K&E team re same (.3).
10/27/20	Matt Pacey, P.C.	2.00	Telephone conferences with K&E team re status update (.5); coordinate governance matters (1.1); telephone conference with lenders' counsel re organizational documents (.4).
10/27/20	Ashley Pincock	6.70	Revise corporate governance documents (3.1); revise same in accordance with K&E forms (3.6).
10/27/20	Michael Wayne Rigdon	2.50	Review governance and warrant related items (2.2); telephone conferences and correspond re transaction matters (.3).
10/28/20	Michael K. Bassi	8.50	Review and revise corporate governance policies (.7); review and revise board committee charters (2.2); review and revise director and officer questionnaire (2.3); correspond with NASDAQ analyst re listing requirements (1.0); review and revise Form 8-K (2.3).
10/28/20	Matt Pacey, P.C.	1.30	Telephone conference with management re corporate workstreams (.2); review non-disclosure agreement (.9); coordinate governance matters (.2).

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Corporate Gov. & Securities Matters

Invoice Number: 1050037459
Matter Number: 48745-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/28/20	Ashley Pincock	9.00	Review corporate governance documents (3.8); revise same in accordance with K&E forms (4.1); circulate completed governance documents to K&E team (1.1).
10/29/20	Benjamin J. Adelson	0.80	Correspond with A. Gains and K&E team re diligence matters (.3); correspond with K&E team and Alix re closing matters (.5).
10/29/20	Michael K. Bassi	2.90	Review and revise corporate governance policies (1.1); review and revise board committee charters (.6); review and revise director and officer questionnaire (.4); correspond with NASDAQ analyst re listing requirements (.8).
10/29/20	Austin S. Elliott	0.80	Review and revise internal checklist (.2); draft confirmation 8-K (.3); draft emergence 8-K (.3).
10/29/20	Lance Kurtis Hancock	5.50	Telephone conferences with K&E team re document status and capital markets matters (.8); work on confirmation and emergence 8-Ks (.7); correspondence with K&E team re executive compensation matters and transfer agent matters (.4); work on D&O questionnaires (2.4); work on 10-Q and research re risk factors (1.2).
10/29/20	Ryan D. McNamara	1.00	Draft 8-K re confirmation order (.6); draft 8-K re emergence (.4).
10/29/20	Danny Nappier	1.50	Review plan of reorganization re management incentive program (.3); analyze process for completing management incentive program (1.2).
10/29/20	Matt Pacey, P.C.	1.50	Participate in telephone conferences with K&E team and Company re communications (1.1); coordinate governance matters (.4).
10/29/20	Ashley Pincock	4.00	Revise corporate governance documents (2.8); review indemnification agreement (.7); telephone conference with K&E team re status (.5).
10/29/20	Michael Wayne Rigdon	2.30	Telephone conferences with Company re checklist and communication (1.1); coordinate and correspond with K&E team re emergence preparation (1.2).

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Matter Number: 48745-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/30/20	Michael K. Bassi	2.00	Review and revise corporate governance policies (.8); review and revise board committee charters (.5); review and revise director and officer questionnaire (.7).
10/30/20	Austin S. Elliott	4.20	Draft confirmation 8-K (1.9); draft emergence 8-K (2.3).
10/30/20	Lance Kurtis Hancock	1.00	Telephone conferences with Company re warrant spreadsheet (.3); draft 10-Q (.2); draft documents related to Nasdaq matters (.3); correspond with transfer agent (.2).
10/30/20	Ryan D. McNamara	0.90	Draft 8-K re confirmation order.
10/30/20	Matt Pacey, P.C.	1.00	Telephone conference with K&E team re warrants (.5); coordinate governance matters (.5).
10/31/20	Michael K. Bassi	1.30	Revise corporate governance policies and form of indemnification agreement.
10/31/20	Lance Kurtis Hancock	4.20	Draft confirmation 8-K and emergence 8-K (1.8); draft corporate governance policies (2.4).
11/01/20	Michael K. Bassi	3.10	Review and revise corporate charters and policies (1.2); review and revise Form 10-Q (1.5); analyze form of indemnification agreement (.4).
11/01/20	Kate Deming Cavanaugh	0.80	Finalize comments to draft of 8-K.
11/01/20	Austin S. Elliott	1.60	Review and revise confirmation 8-K (.4); review and revise emergence 8-K (.7); review and revise 10-Q (.5).
11/01/20	Lance Kurtis Hancock	3.50	Work on emergence and confirmation 8-Ks (1.2); work on committee charters and corporate governance policies (2.3).
11/01/20	John Kleinjan	0.90	Review and revise confirmation and emergence 8-Ks (.8); correspond with K&E team re confirmation and emergence 8-Ks (.1).
11/01/20	Matt Pacey, P.C.	0.50	Coordinate governance matters.
11/01/20	Kimberly Perdue	0.40	Review and revise 8K re emergence and exit facility.
11/01/20	Ashley Pincock	0.50	Review Indemnification Agreement.
11/01/20	Michael Wayne Rigdon	0.50	Review and revise emergence 8-Ks.
11/02/20	Michael K. Bassi	0.50	Conference with K&E team re Nasdaq application and corporate policy review.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Corporate Gov. & Securities Matters

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 Matter Number: 48745-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/02/20	Austin S. Elliott	3.00	Review and revise emergence 8-K (.7); review and revise confirmation 8-K (.3); research Plan Supplement requirements (.8); review 10-Q (.3); participate in check-in telephone conference with transaction team (.4); research corporate governance question (.5).
11/02/20	Robert S. Fleishman	0.50	Correspond with K&E team re 10Q filing.
11/02/20	Rob Fowler, P.C.	1.20	Review and comment on draft 10-q (.8); review draft calculations re MIP (.4).
11/02/20	Lance Kurtis Hancock	4.70	Work on warrant agreement and 8-K (.3); telephone conferences with Oasis and K&E team re document status and capital markets matters (.8); review registration rights agreement, analysis re precedents and summarize issues (3.2); work on 10-Q employment matters (.4).
11/02/20	Ammaar Joya	1.20	Review and update draft risk factor on Northern Border tariff filing (.6); and review FERC order on Northern Border tariff filing for the same (.6).
11/02/20	John Kleinjan	0.70	Review and revise 10-Q (.3); correspond with K&E team re same (.3); correspond with Company re same (.1).
11/02/20	Matt Pacey, P.C.	1.00	Conference with K&E team re capital markets and corporate work streams (.4); coordinate emergence and confirmation Form 8-K drafts (.6).
11/02/20	Kimberly Perdue	1.30	Review and revise DevCo parent undertaking.
11/02/20	Ashley Pincock	2.50	Research question re board independence (2.1); telephone conference with K&E team re deal status (.4).
11/02/20	Michael Wayne Rigdon	2.00	Telephone conference with K&E team re emergence (.4); review documents re same (.3); review and discuss registration rights agreement (.5); review governance policies (.8).
11/03/20	Austin S. Elliott	2.80	Review and revise 10-Q (1.4); review and revise 8-K re confirmation (.9); participate in telephone conference with K&E team re registration rights agreement (.5).
11/03/20	Brandon Conrad Elliott	1.00	Attention to Security Agreement comments.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/03/20	Lance Kurtis Hancock	4.70	Telephone conference with K&E team re Plan supplement (.3); research and analysis re board matters (1.0); prepare for and participate in telephone conference with K&E team re registration rights agreement (.8); work on registration rights agreement (1.4); review plan supplement matters (1.2).
11/03/20	Matt Pacey, P.C.	2.50	Participate in telephone conference with Company re corporate status (.6); coordinate director matters (.3); review registration rights agreement (1.1); conference with lenders' counsel re registration rights (.5).
11/03/20	Kimberly Perdue	0.40	Review and revise DevCo undertakings.
11/03/20	Ashley Pincock	0.50	Research SEC filing requirements.
11/03/20	Michael Wayne Rigdon	1.50	Coordinate revisions to RRA (.5) telephone conferences with client re same (1.0).
11/04/20	Michael K. Bassi	4.80	Draft Nasdaq comment letter response (2.7); review and revise form of indemnification agreement (2.1).
11/04/20	Austin S. Elliott	1.40	Review and revise post-effective amendments to registration statements.
11/04/20	Lance Kurtis Hancock	4.50	Research re reserves committee charter and operational excellence committee charter (1.4); work on indemnification agreement (.6); work on Nasdaq response letter (1.2); correspondence re stock symbol (.3); revise checklist (1.0).
11/04/20	Matt Pacey, P.C.	1.00	Correspond with Company re new directors and indemnification.
11/04/20	Ashley Pincock	2.20	Draft S-8 POS.
11/04/20	Michael Wayne Rigdon	1.00	Coordinate with K&E team re transaction matters.
11/05/20	Benjamin J. Adelson	0.20	Correspond with D. Nappier re transaction and corporate governance matters.
11/05/20	Michael K. Bassi	5.50	Review and revise corporate governance charters, policies and forms (2.5); review and revise NASDAQ listing application (2.0); analyze shelf registrations for post-effective amendments (1.0).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/05/20	Austin S. Elliott	2.00	Coordinate with KCC re transaction documents requested (1.0); review and revise specimen stock certificate (.5); review and revise specimen warrant certificate (.4); review and revise confirmation press release (.1).
11/05/20	Lance Kurtis Hancock	5.00	Telephone conferences with K&E team and Company re document status, corporate governance and capital markets workstreams (1.2); work on S-8 post-effective amendments (.3); work on Nasdaq response letter and telephone conference with Nasdaq (1.3); work on audit committee charter (.8); correspondence with KCC re DTC eligibility (.3); correspond with K&E team re specimen certificates (.2); correspond with K&E team re outstanding shares and vesting and conversion rates (.9).
11/05/20	Matt Pacey, P.C.	2.50	Coordinate capital market streams (.4); conference with management re same (.9); review charters and governance documents (1.2).
11/05/20	Ashley Pincock	2.20	Review and update confirmation press release (1.1); draft S-8 POS (1.1).
11/05/20	Michael Wayne Rigdon	2.00	Attend telephone conferences with KE team and client re documentation (1.0); correspond with KE team re emergence planning and documentation (1.0).
11/06/20	Michael K. Bassi	0.90	Analyze corporate governance documents and indemnification agreement in response to Company inquiries.
11/06/20	Lance Kurtis Hancock	3.00	Correspond with K&E team and KCC re transfer agent and share issuance matters (.5); research and analysis re indemnification agreement, audit committee charter, nominating and governance committee charter and Compensation committee charter (1.0); revise agreements and charters (1.5).
11/06/20	Matt Pacey, P.C.	1.00	Conference with Company re board membership and disclosure.
11/06/20	Ashley Pincock	0.50	Research DTC eligibility.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/06/20	Michael Wayne Rigdon	1.00	Attend telephone conferences with K&E team re emergence planning (.5); coordinate with same re emergence planning and documentation (.5).
11/07/20	Michael K. Bassi	0.70	Analyze corporate governance documents, corporate policies and charters.
11/07/20	Lance Kurtis Hancock	3.20	Review and respond to shareholder correspondence (.5); revise indemnification agreement and committee charters and correspondence re same (2.7).
11/07/20	Michael Wayne Rigdon	0.50	Review governance policies and questions.
11/08/20	Michael K. Bassi	1.20	Analyze Section 16 requirements for officer and director transitions.
11/08/20	Matt Pacey, P.C.	0.50	Coordinate governance matters.
11/08/20	Ashley Pincock	0.50	Research Section 16 disclosure obligations and prepare analysis.
11/08/20	Ashley Pincock	2.50	Research Section 16 disclosure obligations.
11/09/20	Michael K. Bassi	7.00	Review and revise transfer agent instruction letter and opinion of counsel (1.5); review and revise Nasdaq comment letter response (2.2); correspond with Nasdaq analyst re same (.5); review and revise Company correspondence re Section 16 matters (.4); draft Form 3s and Form 4 (1.9); correspond with K&E team re Form S-8 post-effective amendments (.5).
11/09/20	Lance Kurtis Hancock	6.50	Research and analysis re Section 16 matters (1.2); attention to Nasdaq and ticker symbol matters (1.2); telephone conference with transfer agent re share count matters (2.7); telephone conferences with K&E team re capital markets matters (.5); research and analysis re voting standards (.2); revise confirmation press release (.7).
11/09/20	Matt Pacey, P.C.	1.50	Coordinate capital markets work streams.
11/09/20	Ashley Pincock	5.20	Participate in telephone conference with warrant/transfer agent re next steps (.8); draft and revise analysis re Section 16 reporting requirements (4.4).
11/09/20	Michael Wayne Rigdon	1.30	Respond to Company's questions re org documents (.8); participate in telephone conferences with Company re same (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/10/20	Michael K. Bassi	6.00	Review and revise Company correspondence re Section 16 matters (.6); draft Form 3s and Form 4 (2.0); review and revise Form 8-K (1.2); review and revise Form S-8 post-effective amendments (.6); analyze Plan (as amended and supplemented) re new equity issuance (.8); correspond with K&E team re same (.2); correspond with transfer agent and Nasdaq analyst re new equity issuance and listing (.6).
11/10/20	Austin S. Elliott	2.90	Review Instruction Letter to Transfer Agent (.3); review Opinion to Transfer Agent (.6); provide requested documentation to KCC re warrant and share transfer procedures (.1); prepare stock specimen certificate (.8); coordinate Form 4 filings (.3); organize internal documents (.2); review and revise confirmation order 8-K and prepare for filing (.6).
11/10/20	Lance Kurtis Hancock	7.00	Review and analyze share count matters (1.2); review Section 16 filing matters (2.7); review Nasdaq matters (1.7); draft confirmation 8-K (.7); review transfer agent matters (.7).
11/10/20	Matt Pacey, P.C.	1.30	Coordinate open governance matters (.3); review section 16 analysis (1.0).
11/10/20	Ashley Pincock	2.70	Draft and revise analysis for Company re SEC filings (1.5); prepare sample SEC forms (1.2).
Total		495.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037460

Client Matter: 48745-10

In the Matter of Vendor and Creditor Communications

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 6,529.50

Total legal services rendered

\$ 6,529.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Vendor and Creditor Communications

Invoice Number: 1050037460
Matter Number: 48745-10

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Spencer Caldwell-McMillan	2.50	845.00	2,112.50
Alex Hevia	3.30	845.00	2,788.50
Elizabeth Helen Jones	1.70	740.00	1,258.00
Robert Orren	0.40	445.00	178.00
Leo Rosenberg	0.70	275.00	192.50
TOTALS	8.60		\$ 6,529.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Vendor and Creditor Communications

Invoice Number: 1050037460
Matter Number: 48745-10

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/08/20	Spencer Caldwell-McMillan	0.40	Telephone conference with K&E team, Company and JF re communicaitons workstream.
10/14/20	Robert Orren	0.20	Correspond with K&E team, E. Jones re inquiry from shareholder.
10/15/20	Elizabeth Helen Jones	1.70	Telephone conferences with equity holders and royalty interest holders re case implications.
10/21/20	Alex Hevia	0.40	Correspond with AlixPartners and K. Schrichte re vendor related treatment (.3); correspond with A. Gains and J. Luze re same (.1).
10/21/20	Robert Orren	0.20	Correspond with K&E team, E. Jones re Oasis inquiry.
10/22/20	Spencer Caldwell-McMillan	0.90	Telephone conference with K&E team, JF, AlixPartners and Company re communications strategy (.4); telephone conference with K&E team, AlixPartners and Company re communications, next steps (.5).
10/22/20	Alex Hevia	0.70	Conference with J. Taylor re vendor status (.2); correspond with AlixPartners team re same (.4); correspond with V. Jelisavcic re vendor status (.1).
10/23/20	Alex Hevia	1.00	Telephone conferences with vendor counterparties re vendor treatment (.7); correspond and conference with A. Gains and AlixPartners re vendor agreement language (.3).
10/26/20	Alex Hevia	1.10	Correspond with vendor parties re pre-petition payments and vendor treatment (.3); conference and correspond with J. Creighton and AlixPartners re same (.5); review and analyze final vendor order (.3).
10/27/20	Alex Hevia	0.10	Conference with AlixPartners, J. Creighton re critical vendor inquiry.
10/28/20	Leo Rosenberg	0.40	Correspond with creditor and forward information to K&E team.

Legal Services for the Period Ending November 10, 2020

Invoice Number:

1050037460

Oasis Petroleum Inc.

Matter Number:

48745-10

Vendor and Creditor Communications

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/05/20	Spencer Caldwell-McMillan	1.20	Attend telephone conference with K&E team, JF, Alix and Company re communications items (.2); review communications items (.8); correspond with K&E team re same (.2).
11/10/20	Leo Rosenberg	0.30	Telephonically correspond with claimant (.2); correspond with R. Orren re same (.1).
Total		8.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037461

Client Matter: 48745-11

In the Matter of Disclosure Statement, Plan, Confirmation

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 328,568.50

Total legal services rendered

\$ 328,568.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
 Matter Number: 48745-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Benjamin J. Adelson	0.90	1,165.00	1,048.50
Joanna Aybar	5.40	340.00	1,836.00
Spencer Caldwell-McMillan	15.30	845.00	12,928.50
Victoria Chang	0.90	785.00	706.50
Austin J. Del Priore	3.20	610.00	1,952.00
Carmen Dingman	23.00	610.00	14,030.00
Brandon Conrad Elliott	2.20	1,085.00	2,387.00
Jeremy A. Fielding, P.C.	5.20	1,295.00	6,734.00
AnnElyse Scarlett Gains	90.10	1,135.00	102,263.50
Alex Hevia	50.80	845.00	42,926.00
Chad J. Husnick, P.C.	7.70	1,595.00	12,281.50
Elizabeth Helen Jones	53.00	740.00	39,220.00
John R. Luze	49.70	1,135.00	56,409.50
Rebecca J. Marston	36.10	610.00	22,021.00
Danny Nappier	1.10	1,085.00	1,193.50
Robert Orren	7.00	445.00	3,115.00
Kimberly Perdue	4.10	1,335.00	5,473.50
Michael Wayne Rigdon	1.00	1,175.00	1,175.00
Anna G. Rotman, P.C.	0.20	1,425.00	285.00
Joe Tobias	0.50	1,165.00	582.50
TOTALS	357.40		\$ 328,568.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
 Matter Number: 48745-11

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/01/20	Benjamin J. Adelson	0.70	Prepare for and participate in telephone conference with K&E team re emergence matters (.5); telephone conference with M. Ridgon re emergence matters and correspond with K&E team re same (.2).
10/01/20	AnnElyse Scarlett Gains	1.10	Conference with K&E team re checklists and next steps (.7); correspond and conference with K&E team and Company re strategy and next steps (.4).
10/01/20	AnnElyse Scarlett Gains	0.60	Correspond and conference with Company and Alix re cure and plan supplement.
10/01/20	John R. Luze	1.90	Review, analyze confirmation issues and timeline (1.1); conference and correspond with Company, K&E team, A. Gains, PWP and Alix re same (.8).
10/01/20	Kimberly Perdue	0.50	Telephone conference with K&E team and A. Gains re path to emergence.
10/02/20	AnnElyse Scarlett Gains	3.50	Correspond and conference with K&E team, J. Luze and Company re work in process, critical dates, next steps, confirmation checklist (1.3); review and analyze re same (2.2).
10/02/20	John R. Luze	1.40	Review, analyze confirmation timeline and issues (.8); conference and correspond with K&E team, A. Gains, PWP and Alix re same (.6).
10/02/20	Kimberly Perdue	0.20	Correspond with K&E team and A. Gains re exit checklist.
10/04/20	AnnElyse Scarlett Gains	0.90	Review and analyze checklist re confirmation work streams (.7); correspond with Alix re same (.2).
10/05/20	AnnElyse Scarlett Gains	1.30	Correspond and conference with K&E team, Alix, Company re chapter 11 work streams, timeline, strategy and next steps (.7); review, analyze same (.6).
10/05/20	John R. Luze	1.90	Review and analyze plan supplement, confirmation and related issues (1.2); conference and correspond with Company, K&E team and A. Gains re same (.7).

Legal Services for the Period Ending November 10, 2020
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/06/20	Joanna Aybar	1.30	Draft plan supplement, notice of assumption (1.2); correspond with E. Jones re same (.1).
10/06/20	AnnElyse Scarlett Gains	0.30	Analyze issues re plan supplement and timing.
10/06/20	John R. Luze	2.10	Conference with Company, PWP, Alix, K&E team, A. Gains re confirmation and emergence status (.6); review and analyze issues re same (.5); conference with K&E team and PW re emergence issues (.5); review, analyze plan supplement and confirmation issues (.5).
10/07/20	Spencer Caldwell-McMillan	0.30	Review plan supplement precedent (.2); correspond with R. Orren re plan supplement (.1).
10/07/20	AnnElyse Scarlett Gains	2.40	Analyze confirmation and plan supplement issues (1.4); analyze issues re emergence timing, closing (.5); conference with Company re same (.5).
10/07/20	John R. Luze	1.40	Review, analyze confirmation and emergence issues (.8); conference and correspond with Company, K&E team and A. Gains re same (.4); correspond with PWP re same (.2).
10/08/20	AnnElyse Scarlett Gains	2.10	Revise funds flow (.6); analyze confirmation strategy (1.0); conference with K&E team and Company re same (.5).
10/08/20	Alex Hevia	1.90	Draft funds flow (1.4); conference with S. Cohen and C. McNamara re same (.3); correspond with A. Gains re same (.2).
10/08/20	John R. Luze	2.40	Conference with Company re chapter 11 emergence work streams (.5); conference with Company re emergence and confirmation status (.5); review and analyze issues re same (.7); conference and correspond with K&E team and A. Gains re corporate and emergence issues (.4); review, analyze plan supplement and documentation issues (.3).
10/08/20	Robert Orren	0.70	Draft notice of filing of plan supplement (.6); distribute to JW affidavits of publication of combined hearing notice (.1).
10/09/20	Brandon Conrad Elliott	0.50	Review emergence day memorandum.
10/09/20	AnnElyse Scarlett Gains	0.60	Correspond and conference with K&E team, E. Jones and Company re strategy and confirmation.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/09/20	Alex Hevia	0.90	Draft retained causes of action schedule (.8); correspond with A. Gains re same (.1).
10/09/20	John R. Luze	0.50	Conference and correspond with Company and K&E team re confirmation and emergence issues.
10/09/20	Robert Orren	1.80	Draft confirmation order (1.6); correspond with A. Hevia re same (.2).
10/10/20	AnnElyse Scarlett Gains	0.80	Review and revise settlement agreement re litigation counterparty.
10/10/20	John R. Luze	0.30	Correspond with Company re confirmation and emergence issues.
10/11/20	John R. Luze	0.40	Correspond with K&E team re confirmation issues.
10/11/20	Kimberly Perdue	1.40	Office conferences with B. Elliott re emergence timeline (.3); review and revise same (1.1).
10/12/20	AnnElyse Scarlett Gains	0.90	Correspond with K&E team re shareholder inquiries and plan supplement.
10/12/20	AnnElyse Scarlett Gains	0.80	Correspond with Company re confirmation strategy questions.
10/12/20	John R. Luze	0.80	Review and analyze confirmation and implementation issues (.4); correspond with K&E team, A. Gains and Company re same (.4).
10/12/20	Robert Orren	0.60	Distribute precedent re plan supplement to S. Caldwell-McMillan.
10/13/20	Brandon Conrad Elliott	1.20	Revise draft emergence day checklist.
10/13/20	AnnElyse Scarlett Gains	0.50	Review draft plan supplement, comment on same.
10/13/20	John R. Luze	1.20	Review, analyze confirmation process and timeline issues (.3); conference and correspond with K&E team, A. Gains re same (.4); review and analyze plan supplement issues (.3); correspond with Company re same (.2).
10/13/20	Robert Orren	0.60	Distribute plan precedent re third party release to A. Gains.
10/14/20	Joanna Aybar	2.50	Research precedent plan confirmations and correspond with A. Gains re same (.7); draft confirmation brief review re same (1.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/14/20	AnnElyse Scarlett Gains	2.20	Correspond with K&E team and Alix re confirmation strategy (.3); review and revise plan supplement documents (1.9).
10/14/20	Alex Hevia	1.00	Review and revise retained causes of action schedule (.9); correspond with A. Gains re same (.1).
10/14/20	John R. Luze	1.40	Review, analyze confirmation and implementation issues (.8); conference and correspond with Company re same (.4); review and analyze plan supplement issues (.2).
10/14/20	Robert Orren	1.80	Distribute plan supplement precedent re retained causes of action to A. Gains (.8); draft confirmation order (1.0).
10/14/20	Kimberly Perdue	1.00	Review and revise emergence checklist.
10/15/20	AnnElyse Scarlett Gains	1.50	Analyze plan supplement issues.
10/15/20	Alex Hevia	0.20	Correspond with S. Caldwell McMillan and Alix re retained causes of action schedule for plan supplement.
10/15/20	John R. Luze	1.20	Review and analyze confirmation timing, process issues (.6); conference and correspond with K&E team, A. Gains and Company re same (.4); review and analyze plan supplement issues (.2).
10/16/20	AnnElyse Scarlett Gains	1.20	Conference with K&E team re plan supplement (.4); conference with Company re strategy and next steps (.8).
10/16/20	John R. Luze	1.60	Review and analyze confirmation timing and structuring issues (.8); conference and correspond with Company, K&E team and A. Gains re same (.6); review and analyze plan supplement issues (.2).
10/17/20	John R. Luze	0.20	Correspond with Company re confirmation issues.
10/18/20	AnnElyse Scarlett Gains	0.80	Correspond with K&E team and Alix re post-emergence checklist for Company.
10/19/20	Alex Hevia	0.10	Correspond with Alix, Company re plan supplement.
10/19/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, J. Luze re restructuring strategy and next steps re confirmation.
10/19/20	John R. Luze	1.00	Review and analyze confirmation issues.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/19/20	Robert Orren	1.10	Draft voting declaration (.9); correspond with S. Caldwell-McMillan re same (.2).
10/20/20	Brandon Conrad Elliott	0.50	Telephone conferences re status of transaction documents with K&E team.
10/20/20	AnnElyse Scarlett Gains	1.20	Analyze confirmation issues re informal language requests (1.0); correspond with K&E team re same (.2).
10/20/20	Alex Hevia	3.60	Conference with Alix and Company re retained causes of action schedule (.2); review and revise retained causes of action schedule (.3); correspond with A. Gains re same (.1); draft confirmation order (2.9); conference with A. Gains re same (.1).
10/20/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, J. Luze, Company re restructuring and next steps.
10/20/20	Elizabeth Helen Jones	0.90	Telephone conferences with shareholders re questions to disclosure statement and plan.
10/20/20	John R. Luze	1.60	Review and analyze confirmation issues (.8); conference and correspond with K&E team, A. Gains re same (.4); review and analyze documentation re same (.4).
10/21/20	AnnElyse Scarlett Gains	2.60	Review, revise confirmation order (.9); review precedent re same (.6); analyze issues re litigation counterparty letter (.4); conference with K&E team re same (.7).
10/21/20	Alex Hevia	2.60	Draft confirmation order (2.0); review and analyze language from DOJ and SEC (.4); correspond with A. Gains and J. Luze re same (.2).
10/21/20	Elizabeth Helen Jones	5.60	Draft confirmation brief (4.0); revise same (.9); correspond with A. Gains, A. Hevia re same (.7).
10/21/20	John R. Luze	2.30	Review and analyze confirmation issues (.8); review and analyze documentation re same (.6); review and analyze plan supplement issues (.4); conference and correspond with Company re same (.5).
10/22/20	Carmen Dingman	1.50	Review and analyze disclosure statement (.6); review and analyze contingency planning binder (.7); review and analyze first day court presentation (.2).

Legal Services for the Period Ending November 10, 2020
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/22/20	AnnElyse Scarlett Gains	2.90	Review, analyze plan revisions (.6); conferences with K&E team, Alix, Company re bankruptcy updates and confirmation strategy (.4); review, revise confirmation order (1.1); analyze issues re same (.8).
10/22/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, A. Gains re plan confirmation and related issues.
10/22/20	John R. Luze	1.10	Review and analyze confirmation and documentation issues (.6); conference and correspond with Company, PWP, Alix, K&E team and A. Gains re same (.5).
10/23/20	AnnElyse Scarlett Gains	1.10	Correspond with JW re filed documents related to confirmation (.3); conference with K&E team, E. Jones re work in process updates and case background, including confirmation issues (.2); review, analyze plan issues (.6).
10/23/20	Alex Hevia	0.40	Revise confirmation order.
10/23/20	Alex Hevia	0.70	Conference with R. Marston re case background and confirmation order issues.
10/23/20	Elizabeth Helen Jones	4.60	Draft Company declaration in support of plan (1.7); draft Alix declaration in support of plan (.9); draft PWP declaration in support of plan (1.2); revise professional fee escrow agreement (.8).
10/23/20	John R. Luze	0.50	Review and analyze confirmation issues.
10/23/20	Rebecca J. Marston	1.00	Telephone conference with A. Hevia re plan objection tracker.
10/24/20	AnnElyse Scarlett Gains	1.40	Review and revise confirmation brief, order, plan supplement (1.1); correspond with K&E team, E. Jones, A. Hevia re same (.3).
10/24/20	Alex Hevia	2.50	Review and revise confirmation order (1.8); review and analyze proposed DOJ language (.5); correspond with A. Gains and J. Luze re same (.2).
10/24/20	Elizabeth Helen Jones	1.70	Revise confirmation brief (1.1); draft amendments to plan (.6).
10/25/20	Victoria Chang	0.30	Review and revise a declaration in support of confirmation.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/25/20	AnnElyse Scarlett Gains	2.40	Review, revise confirmation declarations in support of plan (1.4); correspond with K&E team, E. Jones re same (.7); correspond with Company re plan supplement (.3).
10/25/20	Elizabeth Helen Jones	2.10	Revise Company declaration in support of plan (.8); revise Alix declaration in support of plan (.6); correspond with A. Gains re same (.7).
10/26/20	Victoria Chang	0.60	Review and revise a declaration in support of confirmation.
10/26/20	Carmen Dingman	1.00	Telephone conference with E. Jones re confirmation brief and declarations (.2); review and analyze Alix declaration in support of confirmation (.3); review and analyze M. Lou declaration in support of confirmation (.3); review and analyze PWP declaration in support of confirmation (.2).
10/26/20	Jeremy A. Fielding, P.C.	0.40	Review draft declarations in support of confirmation of Plan.
10/26/20	AnnElyse Scarlett Gains	2.30	Analyze demand letter (.1); correspond with Company and K&E team, E. Jones re same (.4); correspond with K&E team, E. Jones re confirmation strategy (.3); review plan re same (1.2); conference with litigation counterparty re plan issues (.2); correspond with K&E team, E. Jones re same (.1).
10/26/20	Alex Hevia	0.10	Review and revise confirmation order.
10/26/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, A. Gains re exit timing and confirmation issues.
10/26/20	Elizabeth Helen Jones	2.80	Telephone conference with C. Dingman re confirmation brief (.4); telephone conference with shareholder re disclosure statement (.4); revise Company declaration in support of confirmation (.7); revise PWP declaration in support of confirmation (.8); correspond with A. Gains, K&E team re same (.5).
10/26/20	John R. Luze	1.90	Review and analyze plan, confirmation issues (.8); conference and correspond with K&E team, A. Gains, PWP and Alix re same (.6); correspond with K&E team, A. Gains re same (.5).
10/26/20	Joe Tobias	0.50	Review declarations in support of confirmation.

Legal Services for the Period Ending November 10, 2020
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/27/20	Benjamin J. Adelson	0.20	Correspond with K&E team re closing matters.
10/27/20	Joanna Aybar	0.60	Research precedent for confirmation orders (.4); correspond with E. Jones re same (.2).
10/27/20	Carmen Dingman	4.70	Telephone conference with A. Hevia and R. Marston re opt out releases re impairment of a party (.7); telephone conference with R. Marston re opt out releases (.7); research and analyze opt out releases (3.3).
10/27/20	AnnElyse Scarlett Gains	3.60	Review, analyze confirmation issues (1.8); analyze plan objections (1.1); correspond with K&E team, A. Hevia, E. Jones re same (.7).
10/27/20	AnnElyse Scarlett Gains	1.10	Correspond and conference with K&E team, E. Jones, Alix, Company re plan supplement and bankruptcy workstreams.
10/27/20	Alex Hevia	2.70	Review and revise confirmation order (1.1); correspond with A. Gains and J. Luze re same (.4); conferences with R. Marston, C. Dingman and A. Gains re objection to confirmation and confirmation tracker (1.2).
10/27/20	Chad J. Husnick, P.C.	0.70	Correspond and conference with K&E team, A. Gains re exit timing and confirmation issues.
10/27/20	Elizabeth Helen Jones	2.30	Revise amended plan (.5); review third party releases in plan (.8); telephone conference with A. Gains re same (.6); correspond with Company re plan objection (.4).
10/27/20	John R. Luze	1.10	Review and analyze confirmation issues and documentation (.8); correspond with Company re same (.3).
10/27/20	Rebecca J. Marston	0.50	Correspond with A. Hevia re objection tracker.
10/27/20	Rebecca J. Marston	6.20	Telephone conference with C. Dingman re research memorandum re opt out of release (.4); draft memorandum re same (4.0); revise same (1.8).
10/28/20	Joanna Aybar	0.60	Research precedent re 9019 motions and confirmation briefs (.5); correspond with E. Jones re same (.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/28/20	Carmen Dingman	3.00	Research and analyze case law surrounding opt out releases (1.2); synthesize and analyze case law surrounding opt out releases (.7); review and analyze legal precedent re Mirada settlement in confirmation brief (.8); draft analysis for confirmation brief re Mirada settlement (.3).
10/28/20	Jeremy A. Fielding, P.C.	0.80	Telephone conference with A. Gains to strategize re confirmation hearing and review related declarations.
10/28/20	AnnElyse Scarlett Gains	4.10	Review, analyze plan objections (1.7); conference with Company re same (.4); correspond with K&E team, A. Hevia and Alix re same (.5); analyze plan issues and confirmation strategy (.3); conference with litigation counterparty re same (.4); analyze revised confirmation order language (.6); correspond with K&E team, A. Hevia re same (.2).
10/28/20	Alex Hevia	5.10	Draft confirmation order (2.2); correspond and conference with E. Jones, R. Marston and C. Dingman re release research (.8); research case law re plan releases (1.6); correspond and conference with counterparties re confirmation order language inserts (.5).
10/28/20	Elizabeth Helen Jones	3.40	Telephone conferences with Company, A. Gains re plan objections (.9); correspond with counsel to objecting party (.2); telephone conference and correspond with A. Gains re third party releases (.3); research same (.9); revise confirmation brief (1.1).
10/28/20	John R. Luze	1.30	Review, analyze confirmation documentation and issues (.8); conference and correspond with Company and K&E team, A. Gains re same (.5).
10/28/20	Rebecca J. Marston	9.20	Correspond with A. Gains, A. Hevia and C. Dingman re research on opt out of release (1.3); research same (.6); telephone conference with A. Hevia re same (.2); research re same (4.0); draft summary re same (3.1).
10/29/20	Carmen Dingman	1.70	Review and analyze prior court transcripts re opt out releases (1.1); summarize and brief prior court transcripts re opt out releases (.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/29/20	AnnElyse Scarlett Gains	3.10	Correspond with K&E team and Company re confirmation order language (.4); conference with litigation counterparty re plan (.2); correspond with K&E team, E. Jones and Company re same, plan strategy (.4); review confirmation brief and related issues (2.1).
10/29/20	Alex Hevia	2.20	Correspond and conference with counterparties re confirmation order language inserts (.7); review and make proposed edits to same (.3); draft confirmation order (1.2).
10/29/20	Alex Hevia	0.30	Participate in telephone conference with E. Jones, R. Marston and C. Dingman re confirmation brief.
10/29/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, A. Gains re confirmation issues and next steps.
10/29/20	Elizabeth Helen Jones	1.70	Telephone conference and correspond with A. Hevia, K&E team re confirmation brief (.8); revise confirmation brief re same (.9).
10/29/20	John R. Luze	2.30	Conference with Company re case status and issues (.5); review and analyze confirmation and documentation issues (.8); conference and correspond with Company, PWP, Alix and K&E team re same (.6); review and analyze plan supplement issues (.4).
10/29/20	Rebecca J. Marston	1.30	Telephone conference with E. Jones, A. Hevia and C. Dingman re research for confirmation brief (.7); research same (.6).
10/30/20	Spencer Caldwell-McMillan	0.20	Revise voting declaration (.1); correspond with A. Gorman and K&E team re same (.1).
10/30/20	Carmen Dingman	3.50	Review and analyze TGS objection to plan (.6); review and analyze geophysical objection (.6); draft confirmation brief re seismic objector (2.3).
10/30/20	AnnElyse Scarlett Gains	3.20	Conference with Company re litigation counterparty, confirmation and strategy (.3); analyze issues re same (1.0); review and analyze revised plan (.7); conference with RSA parties re same (.2); analyze confirmation order and language (.9); correspond with K&E team, A. Hevia re same (.1).
10/30/20	Alex Hevia	0.80	Draft confirmation order (.7); correspond with A. Gains re same (.1).

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
 Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/30/20	Elizabeth Helen Jones	2.40	Revise Company declaration in support of confirmation (.5); revise confirmation brief (.9); revise professional fee escrow agreement (.4); correspond with A. Gains re same (.1); revise amended plan (.3); correspond with A. Gains re same (.2).
10/30/20	John R. Luze	1.20	Review, analyze confirmation and documentation issues (.8); conference and correspond with K&E team, A. Gains, PWP, Alix and Company re same (.4).
10/30/20	Rebecca J. Marston	0.50	Correspond with A. Gains re opt out of third party releases.
10/30/20	Danny Nappier	0.30	Correspond with K&E team re analysis of data and seismic licenses (.2); analyze seismic and data licenses (.1).
10/31/20	AnnElyse Scarlett Gains	1.70	Analyze issues re confirmation order (1.1); review same (.5); correspond with Company re same (.1).
10/31/20	Alex Hevia	2.00	Draft confirmation order (1.9); correspond with A. Gains re same (.1).
10/31/20	Danny Nappier	0.80	Analyze data, seismic licenses and draft analysis summary re data and seismic licenses.
11/01/20	AnnElyse Scarlett Gains	1.10	Correspond with K&E team re confirmation order and brief (.7); analyze issues re same (.4).
11/01/20	Elizabeth Helen Jones	3.10	Revise confirmation brief (2.3); revise declarations in support (Company, AlixPartners, and PWP) (.8).
11/01/20	Anna G. Rotman, P.C.	0.20	Telephone conference with K&E team re confirmation hearing strategy.
11/02/20	Spencer Caldwell-McMillan	1.90	Revise plan supplement and review related materials (1.3); telephone conference with A. Gains re same (.1); correspond with K&E team re same (.5).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/02/20	AnnElyse Scarlett Gains	5.50	Correspond with K&E team and Company re plan supplement (.5); analyze issues re same (.4); analyze plan objections (.6); conference with K&E team, E. Jones re same (.5); correspond with Company re same (.4); correspond with K&E team, A. Hevia and KCC re voting results and ballots (1.0); analyze confirmation strategy (1.4); correspond with K&E team, E. Jones and Company re same (.7).
11/02/20	Alex Hevia	5.30	Review and revise confirmation order (3.2); correspond and conference with contract counterparties re confirmation order language inserts (1.2); review and analyze same (.6); correspond with KCC team re ballots (.3).
11/02/20	Chad J. Husnick, P.C.	0.20	Correspond and conference with K&E team, A. Gains, Company re voting update and next steps.
11/02/20	Elizabeth Helen Jones	4.60	Revise declarations in support of confirmation (2.8); correspond with A. Gains re same (.3); revise confirmation brief (.5); correspond with Company re same (.2); telephone conference with A. Gains, contract counterparty re confirmation objection (.2); correspond with contract counterparty re objection (.2); correspond with shareholders re questions on Plan (.4).
11/02/20	John R. Luze	1.80	Review and analyze confirmation issues (1.2); conference and correspond with K&E team, Company, and parties in interest re same (.6).
11/02/20	Kimberly Perdue	0.30	Correspond with V&E team re exit facility form for filing.
11/03/20	Spencer Caldwell-McMillan	6.60	Revise plan supplement (3.0); correspond with K&E team re same (.9); correspond with parties re objection (.5); telephone conference with objecting parties (.3); revise plan supplement (1.9).
11/03/20	Austin J. Del Priore	2.90	Participate in office conference call with K&E team re proffer statements (.3); draft and revise proffer statements for witnesses (2.6).
11/03/20	Carmen Dingman	1.60	Review and revise M. Lou (Company) declaration.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/03/20	Jeremy A. Fielding, P.C.	1.50	Review declarations and convert into proposed proffers (1.2); telephone conference with A. del Priore to strategize re same (.3).
11/03/20	AnnElyse Scarlett Gains	5.10	Review, analyze issues re plan supplement (.8); finalize same for filing (.6); correspond and conference with K&E team, A. Hevia and Company re confirmation order language and objections (.9); correspond and conference with counterparties re same (.4); analyze and revise re same (.6); analyze confirmation brief and supporting declarations and evidence (1.3); conference with Company re same (.5).
11/03/20	Alex Hevia	2.00	Correspond and conference with A. Gains, KCC, B. Foxman, and P. Walsh re voting results (.8); review and analyze confirmation insert language from counterparties (.7); participate in telephonic conference with R. Marston re confirmation objections (.5).
11/03/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, A. Gains re plan confirmation and next steps.
11/03/20	Elizabeth Helen Jones	3.10	Revise proposed confirmation order language re plan objection (.8); correspond with A. Gains, Company re same (.2); review Company declaration in support of confirmation (.3); correspond with C. Dingman re same (.1); revise confirmation brief re resolved objections and voting report (1.1); review Alix declaration in support of confirmation (.2); review PWP declaration in support of confirmation (.2); correspond with R. Marston re same (.2).
11/03/20	John R. Luze	2.60	Review and analyze confirmation and objection issues (1.3); review and analyze plan supplement issues (.6); conference and correspond with K&E team, A. Gains and Company re same (.4); correspond with PWP re same (.3).
11/03/20	Rebecca J. Marston	3.60	Review objections to plan and executory contracts (.9); telephone conference with A. Hevia re same (.5); review and revise supporting declarations (1.4); telephone conference with C. Dingman re same (.3); draft objection tracker for confirmation brief (.5).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/04/20	Joanna Aybar	0.40	Draft plan supplement amended notice (.3); correspond with S. Caldwell-McMillan re same (.1).
11/04/20	Spencer Caldwell-McMillan	0.40	Telephone conference with K&E team, A. Gains re confirmation items.
11/04/20	Spencer Caldwell-McMillan	0.90	Revise voting declaration and prepare for filing re same.
11/04/20	Carmen Dingman	1.80	Telephone conference re works in process confirmation items with E. Jones and K&E team (.5); review and revise proffer of M. Lou (Company) (1.0); telephone conference with Company and K&E team re declarations in support of confirmation (.3).
11/04/20	Jeremy A. Fielding, P.C.	1.60	Review and edit proffers (1.2); prep witness for testimony (.4).
11/04/20	AnnElyse Scarlett Gains	6.00	Review and finalize voting declaration (.7); correspond with KCC re same (.4); works in process telephone conference with K&E team, E. Jones re confirmation items (.5); analyze proposed confirmation order language (.4); correspond with K&E team, A. Hevia, Company, counterparties re same (.6); telephone conference with Company re confirmation declarations (.3); review re same (.3); analyze confirmation objections (.6); correspond with Company re same (.4); review, analyze confirmation and plan strategy issues (1.2); correspond with Company re same (.6).
11/04/20	Alex Hevia	5.00	Review and revise confirmation order (2.1); review and revise confirmation order language from various parties (1.9); correspond and conference with A. Gains re same (.4); review and revise objection tracker (.5); correspond with R. Marston re same (.1).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/04/20	Elizabeth Helen Jones	3.90	Telephone conference with A. Gains, K&E team re open confirmation items (.5); telephone conference with A. Gains, K&E team re Company preparation session for declaration in support of plan (.5); review proffers for declarants in support of plan (.4); correspond with C. Dingman, J. Fielding re same (.2); revise confirmation brief re resolution of objections (.7); correspond with K&E team re potential confirmation objections (.6); correspond with retained professionals re professional fee escrow account (.4); correspond with objecting parties to resolve objections (.3); correspond with A. Gains, K&E team re confirmation brief (.3).
11/04/20	John R. Luze	1.20	Review and analyze plan supplement and confirmation issues (.6); conference and correspond with Company re same (.3); review and analyze confirmation briefing (.3).
11/04/20	Rebecca J. Marston	1.00	Revise objection tracker.
11/04/20	Rebecca J. Marston	1.40	Review and revise declarations in support of Plan confirmation.
11/04/20	Robert Orren	0.40	Correspond with K&E working group re amended plan supplement notice.
11/05/20	Carmen Dingman	1.10	Review and revise Company declaration in support of confirmation.
11/05/20	AnnElyse Scarlett Gains	6.50	Review, analyze brief and confirmation declarations (1.4); conference with Company re confirmation objections (.7); correspond with counterparties re same (1.2); analyze re same (.6); conference with Alix re confirmation declaration (.6); review, revise witness list (.8); review revise confirmation order (1.2).
11/05/20	Alex Hevia	4.70	Review and revise confirmation order (3.8); correspond and conference with A. Gains and E. Jones re same (.3); review and revise confirmation order inserts (.6).
11/05/20	Chad J. Husnick, P.C.	1.50	Correspond and conference with K&E team, A. Gains, Company re plan status and next steps (.5); review and revise confirmation brief (1.0).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/05/20	Elizabeth Helen Jones	3.30	Telephone conference with contract counterparties re confirmation order language (.3); correspond with other counterparties re contracts and confirmation order language (.4); telephone conference with Company to discuss same (.5); telephone conference with Alix re preparation for confirmation hearing (.2); revise confirmation brief re C. Husnick comments (1.6); revise Company declaration in support re same (.3).
11/05/20	John R. Luze	2.30	Review and analyze confirmation and documentation issues (1.2); conference and correspond with Company and K&E team, A. Gains re same (.6) review plan supplement issues (.2); conference with Company re same (.3).
11/05/20	Rebecca J. Marston	5.40	Review and revise objection tracker (2.4); review and revise declarations in support of Plan confirmation (2.1); telephone conference with K&E team, E. Jones and AlixPartners re same (.2); review and revise footnote in confirmation brief (.7).
11/05/20	Kimberly Perdue	0.50	Prepare for and attend telephone conference with K&E team re closing checklist.
11/06/20	Austin J. Del Priore	0.20	Review and revise proffer statements for confirmation hearing (.1); send updated copies to declarants (.1).
11/06/20	Austin J. Del Priore	0.10	Attend telephone conference re preparation for confirmation hearing with Perella Weinberg Partners (PWP).
11/06/20	Carmen Dingman	2.90	Prepare confirmation talking points for hearing on 11/10 (2.7); correspond with R. Marston re same (.2).
11/06/20	Jeremy A. Fielding, P.C.	0.50	Review and update proffers (.2); prep telephone conference with witnesses re same (.3).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/06/20	AnnElyse Scarlett Gains	5.60	Review, finalize, file witness exhibit list (.2); same re confirmation evidence and declarations (.3); same re amended plan (.3); conference with PWP re PWP declaration (.4); conference with counterparties re confirmation language (.7); review re same (.4); correspond with Company re confirmation issues and strategy (.5); review and revise confirmation order (1.1); same re confirmation brief (1.2); correspond with K&E team, A. Hevia, E. Jones re same (.5).
11/06/20	Alex Hevia	2.10	Review and revise confirmation order (1.8); correspond with A. Gains re same (.1); telephonic conference with A. Gains and S. Levitt re insertion of confirmation order language (.2).
11/06/20	Elizabeth Helen Jones	3.60	Revise Company declaration in support of confirmation (.9); prepare amended plan for filing (.3); correspond with A. Gains re same (.1); telephone conference with PWP re declaration in support of confirmation (.3); prepare declarations (Company, PWP, Alix) in support of confirmation for filing (.6); revise confirmation brief re edits to confirmation order and resolution of objections (1.1); correspond with A. Gains re same (.3).
11/06/20	John R. Luze	0.90	Review and analyze confirmation issues (.6); correspond with Company re same (.3).
11/06/20	Rebecca J. Marston	1.20	Telephone conference with K&E team and PWP re hearing prep (.3); Review and revise confirmation hearing talking points (.6); telephone conference with C. Dingman re same (.3).
11/07/20	AnnElyse Scarlett Gains	0.60	Review revised confirmation order.
11/07/20	Alex Hevia	0.10	Correspond with A. Gains re confirmation order.
11/08/20	AnnElyse Scarlett Gains	1.20	Review, revise confirmation order and brief (.7); correspond with opposing parties re same and resolution language (.5).
11/08/20	Alex Hevia	0.70	Review and revise confirmation order (.6); correspond with A. Gains re same (.1).
11/08/20	Elizabeth Helen Jones	0.40	Revise confirmation brief re updated citations.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Disclosure Statement, Plan, Confirmation

Invoice Number: 1050037461
Matter Number: 48745-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/08/20	John R. Luze	1.30	Review and analyze issues re confirmation hearing (.8); conference and correspond with K&E team, A. Gains re same (.5).
11/09/20	Spencer Caldwell-McMillan	5.00	Draft amended plan supplements (2.5); revise same (1.5); correspond with stakeholders and K&E team re same (.9); correspond with JW re filing (.1).
11/09/20	Carmen Dingman	0.20	Review and analyze final M. Lou (Company) declaration (.1); correspond with Company re final declaration (.1).
11/09/20	Jeremy A. Fielding, P.C.	0.40	Review final proffers and prep for confirmation hearing.
11/09/20	AnnElyse Scarlett Gains	3.70	Analyze confirmation issues (.6); correspond with K&E team, A. Hevia, E. Jones re same (.5); review and revise amended plan supplement, confirmation brief, confirmation order (1.6); finalize same for filing (.6); correspond with Company and RSA parties re same (.4).
11/09/20	Alex Hevia	3.00	Review and revise confirmation order (2.3); correspond with A. Gains and J. Luze re same (.3); review and analyze third party confirmation order language inserts (.4).
11/09/20	Chad J. Husnick, P.C.	1.80	Correspond and conference with K&E team, Company re confirmation hearing and preparation re same (.9); review and revise confirmation brief and related papers (.9).
11/09/20	Elizabeth Helen Jones	3.50	Revise confirmation brief re C. Husnick comments (.8); prepare same for filing (.3); file re same (.4); review confirmation talking points (.3); revise re same (1.1); correspond with C. Dingman, R. Marston, A. Gains re same (.6).
11/09/20	John R. Luze	1.00	Prepare for confirmation hearing.
11/09/20	Rebecca J. Marston	4.70	Revise objections tracker (1.8); correspond with K&E team, E. Jones re declarations (.4); review and revise confirmation hearing talking points (2.3); correspond with K&E team, E. Jones re same (.2).
11/09/20	Kimberly Perdue	0.20	Review and revise emergence funds flow.

Legal Services for the Period Ending November 10, 2020

Invoice Number:

1050037461

Oasis Petroleum Inc.

Matter Number:

48745-11

Disclosure Statement, Plan, Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/10/20	AnnElyse Scarlett Gains	2.60	Prepare for confirmation hearing (1.0); correspond and conference with Company and counterparties re same (.5); review surety bond issue re same (.2); review confirmation order language (.5); analyze issues re revised confirmation order (.4).
11/10/20	Alex Hevia	0.80	Review and revise confirmation order (.6); correspond with J. Luze re same (.2).
11/10/20	Chad J. Husnick, P.C.	0.50	Correspond and conference with K&E team, A. Gains, Company re confirmation hearing.
11/10/20	John R. Luze	5.60	Conference with Company re confirmation status (.5); review and analyze confirmation materials (2.8); prepare for confirmation hearing (1.3); attend and participate in confirmation hearing (.5); conference and correspond with K&E team, A. Gains, and Company re same (.5).
11/10/20	Rebecca J. Marston	0.10	Correspond with A. del Priore re declarations in support of confirmation.
11/10/20	Michael Wayne Rigdon	1.00	Correspond with K&E team re emergence planning (.5); telephone conferences with K&E team re same (.5).
Total		357.40	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037462

Client Matter: 48745-12

In the Matter of Employee Matters

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 32,025.50

Total legal services rendered

\$ 32,025.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Employee Matters

Invoice Number: 1050037462
Matter Number: 48745-12

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rob Fowler, P.C.	11.90	1,445.00	17,195.50
Lance Kurtis Hancock	0.20	1,135.00	227.00
John Kleinjan	8.40	1,035.00	8,694.00
R.D. Kohut	2.80	1,175.00	3,290.00
Jaclyn Schruhl	2.70	970.00	2,619.00
TOTALS	26.00		\$ 32,025.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Employee Matters

Invoice Number: 1050037462
 Matter Number: 48745-12

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/01/20	Rob Fowler, P.C.	0.50	Correspond with K&E team re MIP and related issues.
10/01/20	Lance Kurtis Hancock	0.20	Correspond with K&E team, A. Gains, J. Luze re MIP.
10/11/20	Rob Fowler, P.C.	1.50	Correspond with K&E team re employee incentive and retention issues.
10/12/20	Rob Fowler, P.C.	1.50	Analysis and correspond with K&E team re employee issues.
10/13/20	Rob Fowler, P.C.	1.00	Prepare for and participate in telephone conference with Company representatives re compensation issues.
10/13/20	John Kleinjan	0.30	Telephone conference with Company and R. Fowler re compensation matters.
10/14/20	Rob Fowler, P.C.	0.50	Correspond with K&E team re incentive plan issues.
10/15/20	Rob Fowler, P.C.	0.80	Correspond with K&E team re incentive plan issues.
10/15/20	John Kleinjan	0.10	Correspond with R. Fowler re compensation matters.
10/21/20	John Kleinjan	0.70	Review phantom equity award documentation (.4); correspond with M. Buce and R. Fowler re phantom equity award documentation (.3).
10/27/20	Rob Fowler, P.C.	1.40	Review and analyze treatment of phantom units (.7); correspond with K&E team re same (.7).
10/27/20	John Kleinjan	1.30	Review outstanding equity award agreements (.3); correspond with Company and K&E team re treatment of outstanding equity awards (1.0).
10/29/20	Rob Fowler, P.C.	0.20	Correspond with K&E team re LTIP issues.
10/29/20	John Kleinjan	0.10	Correspond with K&E team re MIP.
10/30/20	John Kleinjan	0.40	Review comments re exit credit agreement (.1); correspond with K&E team re same (.1); correspond with K&E team re treatment of outstanding equity awards (.2).
11/01/20	Rob Fowler, P.C.	0.50	Review and comment on draft 8-k.
11/02/20	Jaclyn Schruhl	1.00	Review excel document re employment issues.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Employee Matters

Invoice Number: 1050037462
 Matter Number: 48745-12

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/03/20	Rob Fowler, P.C.	1.50	Prepare for and participate in telephone conference re employee incentive plan (1.2); correspond with K&E team re incentive compensation issues (.3).
11/03/20	R.D. Kohut	2.50	Telephone conference with R. Fowler, J. Schruhl and Company re employee payments (1.1); review same (.8); conference with J. Schruhl re same (.6).
11/03/20	Jaclyn Schruhl	0.70	Continue excel review re employment issues.
11/03/20	Jaclyn Schruhl	1.00	Telephone conference with K&E team re employment issues.
11/05/20	Rob Fowler, P.C.	0.80	Correspond with K&E team re retention and incentive program (.6); telephone conference with K&E team, R. Kohut, Company re employee incentive plan (.2).
11/05/20	John Kleinjan	0.20	Correspond with K&E team re outstanding equity awards.
11/05/20	R.D. Kohut	0.30	Telephone conference with R. Fowler, J. Schruhl and Company re employee payments (.2); review same (.1).
11/06/20	John Kleinjan	0.10	Correspond with K&E team re MIP.
11/07/20	John Kleinjan	0.90	Draft MIP.
11/08/20	John Kleinjan	2.70	Draft MIP.
11/09/20	Rob Fowler, P.C.	1.00	Review and comment on draft incentive plan (.8); correspond with K&E team re equity compensation issues (.2).
11/09/20	John Kleinjan	1.30	Draft MIP (.8); correspond with K&E team re same (.1); correspond with Company re same (.3); correspond with R. Fowler re outstanding equity awards (.1).
11/10/20	Rob Fowler, P.C.	0.70	Review incentive compensation issues and related correspondence.
11/10/20	John Kleinjan	0.30	Review existing equity compensation arrangements (.1); correspond with R. Fowler re same (.2).
Total		26.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037463

Client Matter: 48745-13

In the Matter of Executory Contracts and Unexpired Leases

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 46,968.00

Total legal services rendered

\$ 46,968.00

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050037463
 Matter Number: 48745-13

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joanna Aybar	1.40	340.00	476.00
Spencer Caldwell-McMillan	4.90	845.00	4,140.50
AnnElyse Scarlett Gains	17.80	1,135.00	20,203.00
Alex Hevia	3.00	845.00	2,535.00
Chad J. Husnick, P.C.	0.70	1,595.00	1,116.50
Elizabeth Helen Jones	5.80	740.00	4,292.00
John R. Luze	10.80	1,135.00	12,258.00
Rebecca J. Marston	2.90	610.00	1,769.00
Robert Orren	0.40	445.00	178.00
TOTALS	47.70		\$ 46,968.00

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050037463
Matter Number: 48745-13

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/05/20	Joanna Aybar	0.30	Research plan cure notices (.2); correspond with A. Gains and R. Orren re same (.1).
10/05/20	Robert Orren	0.40	Distribute to A. Gains precedent re cure notice and schedules.
10/06/20	Elizabeth Helen Jones	0.10	Correspond with KCC re notice of assumption.
10/06/20	John R. Luze	0.60	Conference and correspond with Company re midstream contracts.
10/07/20	John R. Luze	0.50	Conference with Company re midstream contract issues.
10/08/20	AnnElyse Scarlett Gains	1.10	Revise cure notices sample (.6); correspond with K&E team and Alix re reporting and next steps (.5).
10/08/20	Elizabeth Helen Jones	0.70	Draft form cure notices (.5); correspond with A. Gains re same (.2).
10/12/20	Elizabeth Helen Jones	0.60	Correspond with A. Gains, Alix re cure notices and schedules.
10/13/20	AnnElyse Scarlett Gains	0.60	Review cure schedules and correspond with Alix team re same.
10/14/20	AnnElyse Scarlett Gains	0.20	Analyze cure schedule.
10/14/20	Elizabeth Helen Jones	1.10	Telephone conference with Alix, Company re cure schedules and notices.
10/15/20	AnnElyse Scarlett Gains	1.60	Conference with Company and Alix re vendor issue and cure issues (.5); analyze cure issues (1.1).
10/15/20	Elizabeth Helen Jones	0.30	Telephone conference with Alix, KCC re cure schedules.
10/17/20	AnnElyse Scarlett Gains	1.90	Correspond with Company re second day motions and cures (.9); analyze revised re same (1.0).
10/19/20	AnnElyse Scarlett Gains	1.00	Correspond with Company re cures (.3); conference with KCC and Alix re same (.7).
10/19/20	Elizabeth Helen Jones	0.90	Revise cure notice (.1); correspond with A. Gains, Alix, KCC re same (.4); telephone conference re cure schedules with Alix, A. Gains re same (.4).
10/20/20	John R. Luze	0.60	Review and analyze office lease issues (.3); correspond with Company re same (.3).
10/21/20	AnnElyse Scarlett Gains	0.20	Correspond with Company re cure notices.

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050037463
Matter Number: 48745-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/21/20	Elizabeth Helen Jones	0.50	Correspond with A. Gains, Alix, KCC re cure notices.
10/21/20	John R. Luze	0.60	Review and analyze office lease issues.
10/22/20	Elizabeth Helen Jones	0.30	Review cure notice schedules.
10/22/20	John R. Luze	0.60	Review and analyze office lease issues.
10/23/20	AnnElyse Scarlett Gains	1.20	Correspond with Alix and KCC team re cure notices (.4); analyze issues re same (.8).
10/26/20	Joanna Aybar	1.10	Draft notice re executory contracts.
10/26/20	AnnElyse Scarlett Gains	0.10	Correspond with KCC re cures.
10/26/20	Elizabeth Helen Jones	0.90	Draft notice of rejected contracts and leases.
10/27/20	Elizabeth Helen Jones	0.40	Revise draft termination notice.
10/27/20	John R. Luze	2.10	Review and analyze lease issues and potential damages issues (1.8); conference and correspond with Company re same (.3).
10/28/20	AnnElyse Scarlett Gains	1.30	Correspond with KCC and counterparties re cures (.4); analyze same (.9).
10/29/20	AnnElyse Scarlett Gains	0.30	Correspond with counterparties re cures and opt outs.
10/30/20	AnnElyse Scarlett Gains	0.10	Correspond with counterparties re cures.
11/02/20	AnnElyse Scarlett Gains	1.50	Analyze cure issues (.7); conference with Company re seismic cure objections (.8).
11/02/20	John R. Luze	0.80	Review and analyze lease issues.
11/03/20	John R. Luze	1.20	Review and analyze lease issues (.4); conference and correspond with Company re same (.8).
11/04/20	John R. Luze	0.50	Review and analyze lease issues.
11/05/20	Spencer Caldwell-McMillan	0.80	Telephone conference with cure party re claims (.3); correspond with claimants re same (.5).
11/05/20	AnnElyse Scarlett Gains	1.40	Analyze cure disputes.
11/05/20	John R. Luze	0.80	Review and analyze lease rejection issues.
11/06/20	Spencer Caldwell-McMillan	0.90	Correspond with cure parties re questions on cure treatment (.6); correspond with AlixPartners re same (.3).
11/06/20	John R. Luze	0.70	Conference and correspond with Company re lease issues.
11/06/20	Rebecca J. Marston	2.90	Review and revise cure objections tracker.
11/07/20	AnnElyse Scarlett Gains	0.80	Correspond with counterparties re cure claims (.6); analyze re same (.2).

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050037463
Matter Number: 48745-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/07/20	John R. Luze	0.60	Conference and correspond with Company re lease issues.
11/08/20	AnnElyse Scarlett Gains	0.90	Correspond with Company and counterparties re cures.
11/08/20	Chad J. Husnick, P.C.	0.70	Correspond and conference with K&E team, Company re lease rejection alternatives.
11/08/20	John R. Luze	0.60	Review and analyze lease issues.
11/09/20	Spencer Caldwell-McMillan	2.70	Correspond with cure parties re cures (.9); review cure issues (.9); telephone conference with cure parties and K&E team re cure status (.1); review cure materials (.6); revise cure materials (.2).
11/09/20	AnnElyse Scarlett Gains	3.10	Correspond and conference with counterparties re cure objections (1.2); conference with Company re same (.4); review issues re lease rejection (.8); correspond with K&E team, E. Jones re same (.7).
11/09/20	Alex Hevia	0.30	Review and analyze cure claims (.2); correspond with A. Gains and K&E team re same (.1).
11/09/20	John R. Luze	0.60	Review and analyze lease issues.
11/10/20	Spencer Caldwell-McMillan	0.50	Correspond with cure parties re cure status.
11/10/20	AnnElyse Scarlett Gains	0.50	Correspond with K&E team, E. Jones re cure disputes.
11/10/20	Alex Hevia	2.70	Correspond and conference with A. Gains, K&E team, and AlixPartners re cure related issues (1.1); review and revise cure tracker (.2); review and analyze cure related issues (.9); correspond with counterparties re same (.5).
Total		47.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037464

Client Matter: 48745-14

In the Matter of Hearings

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 61,026.00

Total legal services rendered

\$ 61,026.00

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Hearings

Invoice Number: 1050037464
 Matter Number: 48745-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Joanna Aybar	11.90	340.00	4,046.00
Isaac Bate	3.00	845.00	2,535.00
Spencer Caldwell-McMillan	2.80	845.00	2,366.00
Victoria Chang	1.50	785.00	1,177.50
Austin J. Del Priore	0.70	610.00	427.00
Carmen Dingman	1.00	610.00	610.00
Austin S. Elliott	2.00	845.00	1,690.00
Brandon Conrad Elliott	3.00	1,085.00	3,255.00
Jeremy A. Fielding, P.C.	7.90	1,295.00	10,230.50
AnnElyse Scarlett Gains	6.30	1,135.00	7,150.50
Brian Guerinot	2.50	740.00	1,850.00
Alex Hevia	4.40	845.00	3,718.00
Ed Hossain	2.50	740.00	1,850.00
Chad J. Husnick, P.C.	5.70	1,595.00	9,091.50
Elizabeth Helen Jones	4.30	740.00	3,182.00
John R. Luze	2.20	1,135.00	2,497.00
Rebecca J. Marston	0.70	610.00	427.00
Ryan D. McNamara	1.00	740.00	740.00
Robert Orren	9.40	445.00	4,183.00
TOTALS	72.80		\$ 61,026.00

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Hearings

Invoice Number: 1050037464
Matter Number: 48745-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Isaac Bate	3.00	Telephonically attend in first day hearing.
09/30/20	Spencer Caldwell-McMillan	2.10	Participate in first day hearing.
09/30/20	Victoria Chang	1.50	Telephonically attend in first day hearing.
09/30/20	Austin S. Elliott	2.00	Telephonically attend in first day hearing.
09/30/20	Brandon Conrad Elliott	3.00	Telephonically attend first day hearing.
09/30/20	Jeremy A. Fielding, P.C.	2.70	Prepare for first day hearing (1.0); participate in same (1.7).
09/30/20	AnnElyse Scarlett Gains	1.20	Telephonically attend and participate in first day hearing.
09/30/20	Brian Guerinot	2.50	Prepare for and attend first day hearing.
09/30/20	Alex Hevia	2.00	Prepare for and participate in first day hearing.
09/30/20	Ed Hossain	2.50	Prepare for and telephonically attend in first day hearing.
09/30/20	Chad J. Husnick, P.C.	2.70	Prepare for first day hearing (1.2); participate in same (1.5).
09/30/20	Elizabeth Helen Jones	2.60	Prepare for and participate in first day hearing.
09/30/20	John R. Luze	2.20	Prepare for and participate in first day hearing.
09/30/20	Ryan D. McNamara	1.00	Prepare for and telephonically attend re first day hearing.
10/02/20	Robert Orren	0.40	Retrieve first day hearing transcript (.2); distribute same to K&E team (.2).
10/12/20	Joanna Aybar	1.50	Draft agenda and witness exhibit list for hearing (1.2); revise agenda (.3).
10/12/20	Jeremy A. Fielding, P.C.	0.50	Prepare for intercompany motion hearing.
10/12/20	Robert Orren	1.10	Correspond with K&E team re agenda and exhibit list for October 15 hearing (.3); review and revise same (.8).
10/13/20	Joanna Aybar	0.50	Review and revise hearing agenda to send to local counsel.
10/13/20	Robert Orren	0.80	Review and revise agenda and exhibit list for October 15 hearing (.6); correspond with K&E team, A. Gains re same (.2).
10/14/20	AnnElyse Scarlett Gains	1.40	Prepare for second day hearing (1.1); conference and correspond with Company re same (.3).

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Hearings

Invoice Number: 1050037464
 Matter Number: 48745-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/14/20	Robert Orren	0.40	Correspond with J. Aybar re October 15 hearing logistics.
10/15/20	Jeremy A. Fielding, P.C.	1.30	Prepare for hearing on motion to authorize intercompany petitions (.3); participate in same (1.0).
10/15/20	AnnElyse Scarlett Gains	3.70	Prepare for second day hearing (2.2); telephonically attend and participate in second day hearing (1.1); correspond and conference with K&E team and Company re same (.4).
10/15/20	Alex Hevia	1.70	Prepare for second day hearing (.7); participate in second day hearing (1.0).
10/15/20	Chad J. Husnick, P.C.	1.50	Prepare for omnibus hearing re intercompany transactions (.5); participate in same (1.0).
10/15/20	Elizabeth Helen Jones	0.90	Participate in second day hearing.
10/15/20	Robert Orren	1.20	Prepare telephonic hearing conference for second day hearing (.4); monitor same (.8).
11/02/20	Joanna Aybar	1.80	Draft confirmation hearing agenda (1.5); correspond with R. Orren re same (.3).
11/02/20	Jeremy A. Fielding, P.C.	0.90	Call with A Rotman to strategize re confirmation hearing evidence (0.4); review revised declarations (0.5).
11/02/20	Robert Orren	0.80	Review and revise November 10 hearing agenda (.6); correspond with J. Aybar re same (.2).
11/03/20	Joanna Aybar	2.00	Review and revise confirmation hearing agenda.
11/04/20	Joanna Aybar	0.50	Draft witness exhibit list (.4); correspond with R. Orren same (.1).
11/04/20	Robert Orren	0.40	Distribute to K&E team draft Nov. 10 agenda (.2); correspond with J. Aybar re witness and exhibit list (.2).
11/05/20	Joanna Aybar	0.80	Review and revise confirmation hearing agenda (.7); review and revise witness exhibit list (.1).
11/05/20	Austin J. Del Priore	0.10	Attend telephone conference with K&E team and Alix Partners re preparation for hearing.
11/05/20	Jeremy A. Fielding, P.C.	0.90	Review and update proffers based on revised declarations (.6); prep witnesses for confirmation hearing (.3).
11/05/20	Robert Orren	1.50	Review Nov. 10 agenda (.6); prepare materials for same (.6); correspond with K&E team re same (.3).

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Hearings

Invoice Number: 1050037464
 Matter Number: 48745-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/06/20	Joanna Aybar	1.90	Review and revise witness exhibit list (.4); index exhibits and send to local counsel (1.5).
11/06/20	Robert Orren	0.60	Correspond with K&E team re filing of Nov. 10 exhibit and witness list.
11/09/20	Joanna Aybar	2.30	Review and revise hearing agenda (2.0); correspond with R. Orren re same (.3).
11/09/20	Carmen Dingman	0.40	Review and revise talking points in support of confirmation for hearing on 11/10.
11/09/20	Robert Orren	1.40	Review and revise Nov. 10 hearing agenda (.8); distribute same for filing (.3); correspond with K&E and JW teams re same (.3).
11/10/20	Joanna Aybar	0.60	Participate in confirmation hearing.
11/10/20	Spencer Caldwell-McMillan	0.70	Attend confirmation hearing.
11/10/20	Austin J. Del Priore	0.60	Attend confirmation hearing via telephone conference.
11/10/20	Carmen Dingman	0.60	Attend confirmation hearing.
11/10/20	Jeremy A. Fielding, P.C.	1.60	Prep for and present witnesses at confirmation hearing.
11/10/20	Alex Hevia	0.70	Attend telephonic confirmation hearing.
11/10/20	Chad J. Husnick, P.C.	1.50	Prepare for and attend confirmation hearing.
11/10/20	Elizabeth Helen Jones	0.80	Telephonically attend and participate in confirmation hearing and hearing to approve OCP motion.
11/10/20	Rebecca J. Marston	0.70	Participate in confirmation hearing.
11/10/20	Robert Orren	0.80	Prepare for confirmation hearing (.4); prepare telephone conference of same (.4).
Total		72.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037465

Client Matter: 48745-15

In the Matter of Insurance and Surety Matters

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 5,911.50

Total legal services rendered

\$ 5,911.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Insurance and Surety Matters

Invoice Number: 1050037465
Matter Number: 48745-15

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Kate Deming Cavanaugh	0.20	965.00	193.00
Alex Hevia	1.20	845.00	1,014.00
Elizabeth Helen Jones	0.60	740.00	444.00
Rebecca J. Marston	0.20	610.00	122.00
Kimberly Perdue	3.10	1,335.00	4,138.50
TOTALS	5.30		\$ 5,911.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Insurance and Surety Matters

Invoice Number: 1050037465
 Matter Number: 48745-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/07/20	Kimberly Perdue	2.00	Review and revise draft LC and surety bond release letters.
10/09/20	Kate Deming Cavanaugh	0.20	Revise draft of L/C and surety bond release letters and circulate to V&E.
10/12/20	Alex Hevia	0.20	Prepare final surety order.
10/13/20	Elizabeth Helen Jones	0.60	Revise surety bond order (.2); correspond with A. Gains re same (.2); prepare same for filing (.2).
10/26/20	Alex Hevia	0.40	Conference with M. Farley re treatment of surety bonds under plan (.2); review and analyze surety bond order (.2).
10/28/20	Rebecca J. Marston	0.20	Compare suggested surety bond language against precedent.
10/29/20	Kimberly Perdue	0.30	Correspond with opposing counsel re surety bonds.
11/02/20	Kimberly Perdue	0.80	Correspond with opposing counsel re cancellation of surety bonds and update Oasis re same.
11/10/20	Alex Hevia	0.60	Conference and correspond with M. Farley re surety bonds to be assumed (.4); correspond with J. Luze re same (.2).
Total		5.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037466

Client Matter: 48745-16

In the Matter of Retention & Fee Application

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 42,940.50

Total legal services rendered

\$ 42,940.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Retention & Fee Application

Invoice Number: 1050037466
 Matter Number: 48745-16

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Spencer Caldwell-McMillan	1.30	845.00	1,098.50
Michael Y. Chan	1.50	265.00	397.50
Carmen Dingman	1.30	610.00	793.00
AnnElyse Scarlett Gains	9.60	1,135.00	10,896.00
Susan D. Golden	0.80	1,175.00	940.00
Alex Hevia	19.00	845.00	16,055.00
Chad J. Husnick, P.C.	0.80	1,595.00	1,276.00
Elizabeth Helen Jones	12.70	740.00	9,398.00
John R. Luze	0.90	1,135.00	1,021.50
Rebecca J. Marston	0.70	610.00	427.00
Robert Orren	0.40	445.00	178.00
Arissa Scott	2.00	230.00	460.00
TOTALS	51.00		\$ 42,940.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Retention & Fee Application

Invoice Number: 1050037466
Matter Number: 48745-16

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/01/20	Alex Hevia	1.50	Review and revise PWC retention application (1.1); correspond with A. Gains re same (.1); review and revise billing memorandum (.3).
10/02/20	Alex Hevia	0.70	Correspond with PWC and A. Gains re PWC retention application (.2); review and analyze conflicts (.5).
10/05/20	AnnElyse Scarlett Gains	2.40	Correspond with Company re ordinary course professionals (1.2); analyze issues re retention applications (1.2).
10/05/20	Alex Hevia	3.50	Review and analyze conflicts (1.2); draft retention application (2.3).
10/06/20	AnnElyse Scarlett Gains	0.60	Correspond with professionals re fee applications.
10/06/20	Alex Hevia	0.80	Draft K&E retention application.
10/06/20	Elizabeth Helen Jones	1.30	Revise OCP application (1.1); correspond with Alix, A. Gains re same (.2).
10/07/20	AnnElyse Scarlett Gains	1.10	Analyze retention application issues (.3); finalize ordinary course professional motion (.8).
10/07/20	Alex Hevia	1.90	Review and analyze conflicts results (.6); draft K&E retention application (1.1); correspond with A. Gains and J. Luze re same (.1); correspond with Deloitte team re retention application (.1).
10/08/20	Alex Hevia	0.10	Correspond with PWC team re retention application.
10/08/20	John R. Luze	0.30	Conference with Company re H&B retention.
10/12/20	Ariisa Scott	2.00	Prepare and organize parties for conflicts searching for creditors/entities submitted as significant trade vendors (1.0); prepare parent company research for creditors/entities submitted as significant trade vendors (1.0).
10/14/20	Susan D. Golden	0.80	Review and revise K&E retention application.
10/14/20	Alex Hevia	2.20	Review and revise K&E retention application (1.8); correspond with J. Luze and S. Golden re same (.2); review and revise conflicts schedules (.2).
10/14/20	John R. Luze	0.60	Review and analyze K&E retention issues.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Retention & Fee Application

Invoice Number: 1050037466
 Matter Number: 48745-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/15/20	Michael Y. Chan	1.50	Draft schedules 1 & 2 for retention declaration.
10/15/20	Alex Hevia	1.10	Review and revise K&E retention application (.4); correspond with J. Luze re same (.1); review and revise PWC retention application (.6).
10/15/20	Elizabeth Helen Jones	0.70	Review and revise Alix retention application (.6); correspond with Alix re same (.1).
10/16/20	AnnElyse Scarlett Gains	3.50	Correspond and conference with Company re retention applications (.6); correspond with advisors re same (.3); review, revise and finalize retention applications (2.6).
10/16/20	Alex Hevia	2.60	Review and revise K&E retention application (.8); correspond with A. Gains and J. Luze re same (.3); review and revise PWC retention application (.6); telephone conference with J. Bienstock re same (.1); review and revise Deloitte retention application (.7); correspond with A. Gains re same (.1).
10/16/20	Chad J. Husnick, P.C.	0.80	Review and revise K&E retention application (.7); correspond with K&E team re same (.1).
10/16/20	Elizabeth Helen Jones	4.80	Review and revise Alix retention application (.3); correspond with Alix re same (.5); correspond with JW re same (.4); prepare same for filing (.5); revise PWP retention application (.3); correspond with PWP re same (.4); correspond with JW re same (.4); prepare same for filing (.2); correspond with A. Gains, K&E team, Company re filing of non-K&E retention applications (1.8).
10/16/20	Robert Orren	0.20	Distribute to A. Hevia bar admissions of C. Husnick.
10/17/20	Alex Hevia	0.10	Correspond with Deloitte and PWC re file retention applications.
10/27/20	Alex Hevia	0.50	Review and revise retention order (.3); correspond with A. Gains, S. Golden re same (.2).
10/29/20	Alex Hevia	0.90	Draft Deloitte retention application (.8); correspond with A. Gains re same (.1).
10/30/20	AnnElyse Scarlett Gains	1.00	Correspond with professionals re retention applications (.4); finalize and prepare for filing re same (.6).

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Retention & Fee Application

Invoice Number: 1050037466
 Matter Number: 48745-16

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/30/20	Alex Hevia	1.30	Review and revise Deloitte Fresh Start retention application (1.1); correspond with A. Gains and Company re same (.2).
10/31/20	AnnElyse Scarlett Gains	0.40	Correspond with Deloitte re retention application (.3); correspond with Company re same (.1).
10/31/20	Alex Hevia	0.10	Review and revise Deloitte fresh start retention application.
11/02/20	Alex Hevia	0.60	Review and revise Deloitte fresh start retention application (.5); correspond with A. Gains and Deloitte team re same (.1).
11/02/20	Elizabeth Helen Jones	0.80	Revise OCP order re U.S. Trustee comments (.6); correspond with Company, JW re same (.2).
11/05/20	Carmen Dingman	0.90	Review and revise billing and invoice to ensure compliance with U.S. Trustee guidelines.
11/05/20	Alex Hevia	1.10	Review and revise Deloitte fresh start retention application (.8); correspond with A. Gains and Deloitte team re same (.3).
11/06/20	Carmen Dingman	0.40	Review and revise billing and invoice to ensure compliance with U.S. Trustee guidelines.
11/06/20	Elizabeth Helen Jones	0.40	Review and revise invoices for compliance with U.S. Trustee guidelines and privilege.
11/06/20	Rebecca J. Marston	0.70	Review and revise invoices to ensure compliance with U.S. Trustee guidelines.
11/08/20	Elizabeth Helen Jones	1.20	Review invoices for compliance with U.S. Trustee guidelines and privilege and confidentiality.
11/09/20	Spencer Caldwell-McMillan	1.30	Review fee statement for compliance with U.S. Trustee Guidelines and confidentiality.
11/09/20	Elizabeth Helen Jones	1.80	Review invoices for compliance with U.S. Trustee guidelines and privilege.
11/09/20	Robert Orren	0.20	Revise invoice entry.
11/10/20	AnnElyse Scarlett Gains	0.60	Correspond with K&E team, E. Jones and Company re entered orders and OCP.
11/10/20	Elizabeth Helen Jones	1.70	Prepare for hearing on approval of OCP motion.
Total		51.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037467

Client Matter: 48745-17

In the Matter of Tax Matters

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 14,973.50

Total legal services rendered

\$ 14,973.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Tax Matters

Invoice Number: 1050037467
Matter Number: 48745-17

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Victoria Chang	4.40	785.00	3,454.00
Mark Dundon, P.C.	6.50	1,360.00	8,840.00
Joe Tobias	2.30	1,165.00	2,679.50
TOTALS	13.20		\$ 14,973.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Tax Matters

Invoice Number: 1050037467
Matter Number: 48745-17

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
09/30/20	Victoria Chang	0.20	Prepare for and attend telephone conference with K&E team re tax updates.
09/30/20	Mark Dundon, P.C.	0.70	Telephone conference with K&E team re status update (.4); correspond with Paul Weiss tax team re tax model (.3).
09/30/20	Joe Tobias	0.20	Telephone conference with K&E team re tax issues.
10/01/20	Mark Dundon, P.C.	0.30	Correspond with K&E team re tax model.
10/07/20	Victoria Chang	0.30	Prepare for tax update telephone conference with K&E team (.1); telephone conference re same (.2).
10/07/20	Mark Dundon, P.C.	0.40	Telephone conference with K&E team re tax status.
10/07/20	Joe Tobias	0.70	Telephone conference with K&E team re general tax matters.
10/14/20	Victoria Chang	0.70	Prepare for weekly tax telephone conference with K&E team (.4); telephone conference re same (.3).
10/14/20	Mark Dundon, P.C.	0.70	Telephone conference with K&E team re tax status update (.5); correspond with Paul Weiss tax team re tax modeling (.2).
10/14/20	Joe Tobias	0.70	Telephone conference with Deloitte re tax matters.
10/20/20	Mark Dundon, P.C.	1.00	Review sample charter restriction provisions re tax issues.
10/21/20	Victoria Chang	2.70	Prepare for tax update telephone conference with K&E team (1.7); telephone conference re same (1.0).
10/21/20	Mark Dundon, P.C.	0.30	Telephone conference with K&E team and Deloitte re tax status update.
10/21/20	Mark Dundon, P.C.	0.50	Review exit credit facility tax provisions.
10/21/20	Joe Tobias	0.40	Weekly tax telephone conference with Deloitte.
10/26/20	Victoria Chang	0.20	Telephone conference with Deloitte re tax issues.
10/26/20	Mark Dundon, P.C.	1.30	Revise declarations in support of confirmation (.8); revise 10-Q tax provisions (.5).
10/28/20	Victoria Chang	0.10	Telephone conference with K&E team and Deloitte re tax update.

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Tax Matters

Invoice Number: 1050037467
 Matter Number: 48745-17

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/28/20	Mark Dundon, P.C.	0.30	Telephone conference with K&E team and Deloitte re tax update.
10/28/20	Joe Tobias	0.10	Weekly telephone conference with Deloitte re tax matters.
10/31/20	Mark Dundon, P.C.	0.70	Revise exit credit agreement tax provisions.
11/04/20	Mark Dundon, P.C.	0.30	Telephone conference with K&E team re weekly tax status update.
11/04/20	Joe Tobias	0.20	Weekly telephone conference with Deloitte re tax issues.
11/09/20	Victoria Chang	0.20	Telephone conference with K&E team and advisor.
Total		13.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037468

Client Matter: 48745-19

In the Matter of U.S. Trustee Communications

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 1,021.50

Total legal services rendered

\$ 1,021.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
U.S. Trustee Communications

Invoice Number: 1050037468
Matter Number: 48745-19

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AnnElyse Scarlett Gains	0.90	1,135.00	1,021.50
TOTALS	0.90		\$ 1,021.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
U.S. Trustee Communications

Invoice Number: 1050037468
Matter Number: 48745-19

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/07/20	AnnElyse Scarlett Gains	0.90	Telephone conference with U.S. Trustee re IDI (.7); revise critical dates chart re same (.2).
Total		0.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037469

Client Matter: 48745-20

In the Matter of Use, Sale, and Disposition of Property

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 3,106.50

Total legal services rendered

\$ 3,106.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Use, Sale, and Disposition of Property

Invoice Number: 1050037469
Matter Number: 48745-20

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Carmen Dingman	4.40	610.00	2,684.00
Alex Hevia	0.50	845.00	422.50
TOTALS	4.90		\$ 3,106.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Use, Sale, and Disposition of Property

Invoice Number: 1050037469
 Matter Number: 48745-20

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/04/20	Carmen Dingman	2.20	Research and analyze issue re real property interest.
11/04/20	Alex Hevia	0.50	Review and analyze real property law re rejection (.4); telephone conference with C. Dingman re same (.1).
11/05/20	Carmen Dingman	2.20	Research issue re real property interests (1.8); correspond with J. Luze re same (.4).
Total		4.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037470

Client Matter: 48745-21

In the Matter of Utilities

For legal services rendered through November 10, 2020
(see attached Description of Legal Services for detail)

\$ 2,460.50

Total legal services rendered

\$ 2,460.50

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Utilities

Invoice Number: 1050037470
Matter Number: 48745-21

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Spencer Caldwell-McMillan	1.30	845.00	1,098.50
AnnElyse Scarlett Gains	1.20	1,135.00	1,362.00
TOTALS	2.50		\$ 2,460.50

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Utilities

Invoice Number: 1050037470
 Matter Number: 48745-21

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
10/01/20	AnnElyse Scarlett Gains	1.00	Analyze utility request.
10/02/20	Spencer Caldwell-McMillan	1.30	Correspond with A. Gains re adequate assurance request (.3); correspond with AP team re same (.2); telephone conference with Company and AP team re same (.5); correspond with utility provider re same (.3).
10/04/20	AnnElyse Scarlett Gains	0.20	Correspond with K&E team re utility request.
Total		2.50	

Exhibit J

Detailed Description of Expenses and Disbursements

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

December 17, 2020

Oasis Petroleum Inc.
1001 Fannin Street, Suite 1500
Houston, TX 77002

Attn: Nickolas Lorentzatos

Invoice Number: 1050037471

Client Matter: 48745-22

In the Matter of Expenses

For expenses incurred through November 10, 2020
(see attached Description of Expenses for detail)

\$ 74,706.24

Total expenses incurred

\$ 74,706.24

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Expenses

Invoice Number: 1050037471
 Matter Number: 48745-22

Description of Expenses

<u>Description</u>	<u>Amount</u>
Third Party Telephone Charges	691.51
Standard Copies or Prints	131.36
Color Copies or Prints	143.00
Outside Messenger Services	22.28
Filing Fees	69,197.43
Catering Expenses	11.00
Outside Retrieval Service	3,062.93
Computer Database Research	283.00
Westlaw Research	410.04
Overtime Transportation	7.70
Overtime Meals - Attorney	77.84
Document Services Overtime	624.35
Overnight Delivery - Hard	33.30
Computer Database Research - Soft	10.50
Total	\$ 74,706.24

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Expenses

Invoice Number: 1050037471
 Matter Number: 48745-22

Description of Expenses

Third Party Telephone Charges

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference	1.16
09/30/20	Intrado Enterprise Collaboration Inc - 1744771015	37.10
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference Services	153.75
09/30/20	Intrado Enterprise Collaboration Inc - Conference calls	5.72
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference charges incurred through September 30, 2020.	57.36
09/30/20	Intrado Enterprise Collaboration Inc - September Conference Calls	1.00
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.26
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.69
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.65
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.65
09/30/20	Intrado Enterprise Collaboration Inc - Intercall invoice for attorney Brandon Elliott	0.81
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conference	17.00
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conferencing service	49.70
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference Calls	1.20
09/30/20	Intrado Enterprise Collaboration Inc - Teleconference	2.57
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conferencing service.	0.97
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conferencing service.	1.29
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conferencing service.	1.84
09/30/20	Intrado Enterprise Collaboration Inc - Teleconferences	21.35
09/30/20	Intrado Enterprise Collaboration Inc - Telephone conferencing service.	1.18
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.14

Legal Services for the Period Ending November 10, 2020

Invoice Number:

1050037471

Oasis Petroleum Inc.

Matter Number:

48745-22

Expenses

09/30/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.42
09/30/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	1.25
09/30/20	Intrado Enterprise Collaboration Inc - Conference Calls for Kate Cavanaugh	137.96
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.61
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.88
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	1.50
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.72
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	1.21
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	1.64
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.77
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	1.10
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.60
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.84
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.96
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	0.81
10/31/20	Intrado Enterprise Collaboration Inc - Invoice for teleconferencing services for M. Bassi.	2.03
10/31/20	Intrado Enterprise Collaboration Inc - Rebecca Marston October 2020 Intrado invoice	5.16
10/31/20	Intrado Enterprise Collaboration Inc - 1744774578	1.85
10/31/20	Intrado Enterprise Collaboration Inc - 1744774578	33.05
10/31/20	Intrado Enterprise Collaboration Inc - Teleconference Services	44.50
10/31/20	Intrado Enterprise Collaboration Inc - Teleconference	2.30
10/31/20	Intrado Enterprise Collaboration Inc - Teleconference charges incurred through October 31, 2020.	1.19
10/31/20	Intrado Enterprise Collaboration Inc - 1744783902	20.84

Legal Services for the Period Ending November 10, 2020

Invoice Number:

1050037471

Oasis Petroleum Inc.

Matter Number:

48745-22

Expenses

10/31/20	Intrado Enterprise Collaboration Inc - October Conference Calls	3.36
10/31/20	Intrado Enterprise Collaboration Inc - Carmen Dingman October 2020 Intrado invoice	8.28
10/31/20	Intrado Enterprise Collaboration Inc - Telephone conferencing service	2.42
10/31/20	Intrado Enterprise Collaboration Inc - conference call 10/5/20	0.76
10/31/20	Intrado Enterprise Collaboration Inc - conference call 10/5/20	2.99
10/31/20	Intrado Enterprise Collaboration Inc - Teleconference Calls	2.93
10/31/20	Intrado Enterprise Collaboration Inc - Teleconference Calls	3.21
10/31/20	Intrado Enterprise Collaboration Inc - Conference calls for Kate Cavanaugh	0.79
10/31/20	Intrado Enterprise Collaboration Inc - Teleconference Calls	4.63
10/31/20	Intrado Enterprise Collaboration Inc - Conference Calls	19.37
10/31/20	Intrado Enterprise Collaboration Inc - Conference calls	16.19
11/02/20	Austin S. Elliott - Austin S. Elliott, Internet, Wifi fees while traveling 11/02/2020	8.00
	Total	691.51

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Expenses

Invoice Number: 1050037471
 Matter Number: 48745-22

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/30/20	Standard Copies or Prints	0.48
09/30/20	Standard Copies or Prints	0.96
09/30/20	Standard Copies or Prints	28.16
09/30/20	Standard Copies or Prints	75.36
10/15/20	Standard Copies or Prints	0.80
10/21/20	Standard Copies or Prints	6.88
10/27/20	Standard Copies or Prints	17.60
11/03/20	Standard Copies or Prints	1.12
	Total	131.36

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/30/20	Color Copies or Prints	3.85
09/30/20	Color Copies or Prints	70.40
09/30/20	Color Copies or Prints	13.20
10/02/20	Color Copies or Prints	0.55
10/15/20	Color Copies or Prints	47.30
10/15/20	Color Copies or Prints	5.50
10/16/20	Color Copies or Prints	2.20
	Total	143.00

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Outside Messenger Services

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/12/20	SPECIAL DELIVERY SERVICE INC - Special Delivery Invoice - sent to K. Perdue	22.28
	Total	22.28

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Expenses

Invoice Number: 1050037471
 Matter Number: 48745-22

Filing Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/26/20	AnnElyse Scarlett Gains - AnnElyse Scarlett Gains, Filing Fees, Legal Publications re Oasis 10/26/2020	30,000.00
10/26/20	Alex Hevia - Alex Hevia, Filing Fees, Legal Notice Advertising Expense 10/26/2020	13,065.81
10/26/20	Robert Orren - Robert Orren, Filing Fees, Publication fees in various newspapers 10/26/2020	13,065.81
11/09/20	Elizabeth Helen Jones - Elizabeth Helen Jones, Filing Fees, Publication fees 11/09/2020	13,065.81
	Total	69,197.43

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Catering Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/01/20	FLIK - Oasis Petroleum on 10/15/2020	11.00
	Total	11.00

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Outside Retrieval Service

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/01/20	CSC - OMS Holdings LLC	1,113.20
11/02/20	CSC - OMS Holdings LLC	1,949.73
	Total	3,062.93

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Computer Database Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/15/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 9/8/2020	20.00
10/15/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 9/21/2020	41.00
10/15/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 9/23/2020	39.00
11/10/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/5/2020	11.00
11/10/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/14/2020	50.00
11/10/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/27/2020	88.00
11/10/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/13/2020	14.00
11/10/20	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage on 10/9/2020	20.00
	Total	283.00

Legal Services for the Period Ending November 10, 2020
 Oasis Petroleum Inc.
 Expenses

Invoice Number: 1050037471
 Matter Number: 48745-22

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 9/30/2020	2.09
09/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Luze, John on 9/30/2020	19.21
10/01/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/1/2020	6.59
10/02/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/2/2020	6.59
10/03/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/3/2020	1.79
10/04/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/4/2020	1.79
10/05/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/5/2020	1.79
10/06/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/6/2020	1.79
10/07/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/7/2020	1.79
10/08/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/8/2020	1.79
10/09/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/9/2020	5.70
10/10/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/10/2020	6.59
10/11/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/11/2020	1.79
10/12/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/12/2020	1.79
10/13/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/13/2020	1.79
10/14/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/14/2020	1.79
10/15/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/15/2020	1.79
10/16/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/16/2020	1.79
10/17/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/17/2020	6.59

Legal Services for the Period Ending November 10, 2020

Invoice Number:

1050037471

Oasis Petroleum Inc.

Matter Number:

48745-22

Expenses

10/18/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/18/2020	1.79
10/19/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/19/2020	1.79
10/20/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/20/2020	1.79
10/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Luze, John on 10/21/2020	49.29
10/21/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/21/2020	1.79
10/22/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/22/2020	1.79
10/23/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/23/2020	1.79
10/24/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/24/2020	6.59
10/25/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/25/2020	1.79
10/26/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/26/2020	1.79
10/27/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Luze, John on 10/27/2020	115.01
10/27/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/27/2020	6.59
10/27/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Dingman, Carmen Maria Cuza on 10/27/2020	65.72
10/28/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Dingman, Carmen Maria Cuza on 10/28/2020	32.86
10/28/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/28/2020	1.79
10/28/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Hevia, Alex on 10/28/2020	32.86
10/29/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/29/2020	6.59
10/30/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/30/2020	1.79
10/31/20	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Adams, Mirta M. on 10/31/2020	1.79
	Total	410.04

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/27/20	Rebecca J. Marston - Rebecca J. Marston, Taxi, OT transportation from the office. 10/27/2020	7.70
	Total	7.70

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/04/20	SEAMLESS NORTH AMERICA LLC - Spencer Caldwell-McMillan - 09/28/2020	38.12
10/27/20	Alex Hevia - Alex Hevia, Overtime Meals - Attorney, Chicago OT meal expense 10/27/2020	39.72
	Total	77.84

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Document Services Overtime

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/30/20	PowerPoint creation of/formatting of/revisions to : Presentation(s)	1.43
10/02/20	Revisions to : Spreadsheet(s)	3.58
10/02/20	Revisions to : Spreadsheet(s)	14.33
10/16/20	Comparison of : SEC Document(s)	43.86
10/19/20	Convert from PDF to Word : Agreement(s)	210.70
11/08/20	Table of Authorities creation/update to : Brief/Pleading(s)	350.45
	Total	624.35

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Overnight Delivery - Hard

<u>Date</u>	<u>Description</u>	<u>Amount</u>
11/02/20	FEDERAL EXPRESS - Fed Ex service	11.10
11/02/20	FEDERAL EXPRESS - Fed Ex service	11.10
11/02/20	FEDERAL EXPRESS - Fed Ex service	11.10
	Total	33.30

Legal Services for the Period Ending November 10, 2020
Oasis Petroleum Inc.
Expenses

Invoice Number: 1050037471
Matter Number: 48745-22

Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/01/20	PACER Usage for 10/2020	9.30
10/01/20	PACER Usage for 10/2020	1.00
10/01/20	PACER Usage for 10/2020	0.20
	Total	10.50

TOTAL EXPENSES **\$ 74,706.24**